



Notification of Subscription Right for Newly Issued  
Ordinary Shares

of PP Prime Public Company Limited

Payment period for the shares is scheduled

July 1 – 5, 2019





June 21, 2019

Re: Notification of Subscription Right for Newly Issued Ordinary Shares of PP Prime Public Company Limited

Attn.: Shareholders of PP Prime Public Company Limited

- Enclosures
1. Notice of Allocation of Newly Issued Ordinary Shares of PP Prime Public Company Limited
  2. Certificate of Subscription Right for Newly Issued Ordinary Shares of PP Prime Public Company Limited issued by Thailand Securities Depository Co., Ltd.
  3. Subscription Form for Newly Issued Ordinary Shares of PP Prime Public Company Limited
  4. Power of Attorney for Subscription for Newly Issued Ordinary Shares of PP Prime Public Company Limited
  5. Additional documents in support of subscription for securities only for those wishing to deposit them into the Issuer Account
  6. Bill Payment Slip
  7. Place for Subscription and Payment for Newly issued Ordinary Shares

Reference is made to the fact that the 2019 Annual General Meeting of Shareholders and the Extraordinary General Meeting of Shareholders No. 1/2019 of PP Prime Public Company Limited (the “**Company**”), which were held on April 24, 2019 and on June 10, 2019, respectively, have resolved to approve the issuance and offering of not exceeding 281,525,344 newly issued ordinary shares with a par value of THB 1 per share by way of right offering (oversubscription is allowed) at the ratio of 2 existing ordinary shares to 1 newly issued ordinary share at the offering price of THB 2 per share, any fraction thereof shall be disregarded, and the offering price is fixed at THB 2.00 per share.

Should there be any newly issued ordinary shares remaining from the first round of allocation by way of right offering, the Company shall allocate the remaining newly issued shares to the existing shareholders who have expressed their intention to oversubscribe for the newly issued ordinary shares (beyond their shareholding percentages) until there shall be no more newly issued ordinary shares left to be allocated to the shareholders.

Should there be any shares remaining after the exercise of the right to subscribe for the newly issued shares by way of right offering and oversubscription on this occasion, the Company shall seek approval to reduce the Company's registered capital at the next Shareholders' Meeting.

June 14, 2019 shall be the record date (XR) to determine the list of shareholders entitled to subscribe for such newly issued ordinary shares. In this regard, the Board of Directors' Meeting No. 9/2019, which was held on May 8, 2019, resolved to schedule the dates for subscription and payment for the newly issued ordinary



shares by way of right offering during July 1 – 5, 2019 (totaling 5 business days), as per the details of the allocation of the newly issued ordinary shares by way of right offering as described in the Notice of Allocation of Newly Issued Ordinary Shares of PP Prime Public Company Limited ([Enclosure 1](#)). Furthermore, the existing shareholders, who have subscribed for and been allocated with the newly issued shares on this occasion, and been holding such newly issued ordinary shares until the record date to determine the list of shareholders entitled to be allocated with the Company's warrants No. 4 ("PPPM-W4") on July 17, 2019, shall be allocated with the PPPM-W4 at the ratio of 3 existing ordinary shares to 1 unit of the warrants free of charge. (Remark: The issuance and allocation of such warrants will take place after the allocation of the newly issued ordinary shares by way of right offering, whereby the subscription and payment period for the shares is scheduled for July 1 – 5, 2019.)

The allocation of the newly issued ordinary shares oversubscribed as hereinabove described must in no way result in any oversubscribing shareholder's holding of the Company's shares to be increased up to or beyond the trigger which will require the shareholder to make a tender offer as prescribed in the Capital Market Supervisory Board's Notification No. Thor.Jor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers, or in violation of the foreign limit as specified in the Company's Articles of Association.

In this regard, the Shareholders' Meeting resolved to approve the authorization of the Chairman of the Board of Directors and/or the Chief Executive Officer and/or the person authorized by the Chairman of the Board of Directors and/or the Chief Executive Officer to consider setting out rules, conditions and other details necessary for and in connection with the issuance and allocation of the newly issued ordinary shares as necessary and appropriate subject to the applicable laws.

You are hereby informed of the subscription right for the newly issued ordinary shares in such number as indicated in the Certificate of Subscription Right for Newly Issued Ordinary Shares issued by Thailand Securities Depository Co., Ltd. ([Enclosure 2](#)), as per the details of the subscription for newly issued ordinary shares as described in the attached Notice of Allocation of Newly Issued Ordinary Shares ([Enclosure 1](#)).

Please be informed accordingly.

Very truly yours,

- *Pitthaporn Glinfueng* -

(ACM Pitthaporn Glinfueng)

Board Chairman

PP Prime Public Company Limited

# Notice of Allocation of Newly Issued Ordinary Shares

PP Prime Public Company Limited

## Part 1

## Information on Allocation and Procedures for Subscription for Newly Issued Ordinary Shares

## PP Prime Public Company Limited

## 1. Name and Address of Listed Company

Issuer	:	PP Prime Public Company Limited (the "Company" or "PPPM")
Registration No.	:	0107537000670
Head Office	:	69/5 Moo 5, Rama II Road (Km.71), Tambon Bang Khan Taek, Amphoe Mueang Samut Songkhram, Samut Songkhram Province
Homepage	:	<a href="http://www.ppprime.co.th">http://www.ppprime.co.th</a>
Telephone	:	0-3477-1444
Facsimile	:	0-3477-1025

## 2. Dates and Nos. of the Board of Directors' Meeting and the Shareholders' Meeting Passing Resolutions for Allocation of Newly Issued Ordinary Shares

Date of the Board of Directors' resolution on approval for allocation of the newly issued ordinary shares	:	The Board of Directors' Meeting No. 4/2019, which was held on February 26, 2019
Date of the Shareholders' Meeting's resolution on approval for allocation of the newly issued ordinary shares	:	The 2019 Annual General Meeting of Shareholders, which was held on April 24, 2019
Date of the Board of Directors' resolution on schedule for new subscription period and additional details	:	The Board of Directors' Meeting No. 9/2019, which was held on May 8, 2019

## 3. Details of Allocation of Newly Issued Ordinary Shares

Type of Newly Issued Shares	:	Newly issued ordinary shares with a par value of THB 1 per share
Issued and paid-up registered capital	:	As of June 14, 2019, the Company's issued and paid-up registered capital amounts to THB 563,050,687, divided into 563,050,687 ordinary shares with a par value of THB 1 per share.
Issued and paid-up registered capital to be additionally paid from this right offering of newly issued ordinary shares (if the newly issued	:	If the Company's newly issued ordinary shares are fully subscribed for on this occasion, the issued and paid-up registered capital to be additionally paid will be THB

ordinary shares are fully subscribed for)

281,525,344, comprising 281,525,344 ordinary shares with a par value of THB 1 per share.

Issued and paid-up registered capital after this right offering of newly issued ordinary shares (if the newly issued ordinary shares are fully subscribed for)

: If the Company's newly issued ordinary shares are fully subscribed for on this occasion, the issued and paid-up registered capital after this right offering of newly issued ordinary shares will be THB 844,576,031, comprising 844,576,031 ordinary shares with a par value of THB 1 per share.

Procedures for Allocation of Newly Issued Ordinary Shares

: For the purpose of this allocation of newly issued ordinary shares, the Company will allocate the newly issued ordinary shares to the existing shareholders based on the list of shareholders as of June 14, 2019, which is scheduled as the record date (XR) to determine the list of shareholders entitled to subscribe for such newly issued ordinary shares by way of right offering, at the ratio of 2 existing ordinary shares to 1 new ordinary share, any fraction thereof shall be disregarded. Such shares shall be allocated to the respective existing shareholders who have subscribed for the shares according to their shareholding percentages.

Furthermore, the shareholders shall be entitled to oversubscribe for such newly issued ordinary shares beyond the above ratio, provided that the oversubscribing shareholders shall be allocated with any oversubscribed shares only if there are shares remaining from the allocation to the existing shareholders who have subscribed for the shares according to their entitlements in full.

Procedures for Allocation of Newly Issued Ordinary Shares Remaining from Subscription

: Should there be any newly issued ordinary shares remaining from the first round of allocation by way of right offering, the Company shall allocate the remaining newly issued ordinary shares to the existing shareholders who have expressed their intention to oversubscribe for the newly issued ordinary shares at the same price as that of the shares allocated by way of right offering, as follows:

- 1) Should the number of shares remaining from the first round of right offering be more than or equal to the number of shares oversubscribed for by the existing shareholders, such remaining shares shall be allocated to all shareholders who have oversubscribed and made the subscription payments for such shares according to the number of shares which the shareholders have expressed their intention to oversubscribe for the shares.
- 2) Should the number of shares remaining from the first round of right offering be less than the number of shares oversubscribed for by the existing shareholders, such remaining shares shall be allocated to the oversubscribing shareholders in accordance with the following procedures:
  - (a) Such shares shall be allocated according to the existing shareholding percentages of the respective oversubscribers, whereby the existing shareholding percentage of each oversubscriber shall be multiplied by the number of remaining shares to result in the number of shares each oversubscriber will be entitled to be allocated. Any fraction of such shares shall be disregarded. It is noted that the number of shares to be allocated shall not exceed the number of shares subscribed and paid for by each shareholder.
  - (b) Should there be any shares remaining after the allocation under (a), such shares shall be allocated to the respective oversubscribers who have not yet been allocated in full according to their existing shareholding percentages, whereby the existing shareholding percentage of each oversubscriber shall be multiplied by the number of remaining shares to result in the number of shares each oversubscriber will be entitled to be allocated. Any fraction of such shares shall be



Notice of Allocation of the Company's Newly Issued Ordinary Shares

disregarded. It is noted that the number of shares to be allocated shall not exceed the number of shares subscribed and paid for by each shareholder. The shares shall be allocated to the oversubscribers in accordance with the procedures in (b) until there shall be no more shares left from the allocation.

The allocation of newly issued ordinary shares oversubscribed as hereinabove described must in no way result in any oversubscribing shareholder's holding of the Company's shares to be increased up to or beyond the point that triggers a tender offer as prescribed in the Capital Market Supervisory Board's Notification No. ThorJor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers, or in violation of the foreign limit as specified in the Company's Articles of Association. Currently, the foreign shareholding percentage in the Company shall not exceed 40 percent of all issued shares of the Company.

In this regard, should any shareholder be allocated with less newly issued ordinary shares than the number of shares oversubscribed and paid for by the shareholder, the Company shall refund such subscription payment for the number of newly issued ordinary shares which cannot be allocated to the shareholder in accordance with the procedures in Item 5.6 Refund of Subscription Payment for Newly Issued Ordinary Shares for Incomplete Allocation of Newly Issued Ordinary Shares under Subscription

Number of Shares Allocated by way of Right Offering	: Not exceeding 281,525,344 shares with a par value of THB 1 per share
Subscription Ratio	: 2 existing ordinary shares to 1 new ordinary share (any fraction thereof shall be disregarded)
Offering Price	: THB 2.00 per share
Newly Issued Ordinary Shares	: During July 1 – 5, 2019 (totaling 5 business days)
Subscription and Payment Dates	

Conditions for Subscription for  
Newly Issued Ordinary Shares

: Shareholders may exercise their rights to subscribe for  
shares in 3 scenarios as follows:

- 1) To subscribe for newly issued ordinary shares according to their allocation rights;
- 2) To oversubscribe for newly issued ordinary shares beyond their allocation rights;
- 3) To undersubscribe for newly issued ordinary shares below their allocation rights.

The shareholders who have expressed their intention to subscribe or undersubscribe for the newly issued ordinary shares shall be allocated in full, whereas the shareholders who have expressed their intention to oversubscribe for the newly issued ordinary shares shall be allocated in accordance with the Procedures for Allocation of Newly Issued Ordinary Shares Remaining from Subscription.

#### **4. Record Date to Determine the List of Shareholders Entitled to Subscribe for Newly Issued Ordinary Shares**

The 2019 Annual General Meeting of Shareholders, which was held on April 24, 2019, resolved that June 14, 2019 shall be the record date to determine the list of shareholders entitled to subscribe for the newly issued ordinary shares.

#### **5. Subscription and Payment Period for Newly Issued Ordinary Shares**

##### **5.1 Subscription and Payment Dates for Newly Issued Ordinary Shares**

The shareholders may subscribe for the newly issued ordinary shares during July 1 – 5, 2019 (totaling 5 business days) from 9.00 hours to 15.30 hours at the office of the subscription agent as specified in Item 5.2.

##### **5.2 Place for Subscription and Payment for Newly issued Ordinary Shares**

The shareholders entitled to subscribe for the newly issued ordinary shares and wishing to do so shall submit their subscription forms, supporting documents and evidence of payment for the newly issued ordinary shares (as specified in Item 5.3) to AEC Securities Public Company Limited, which is appointed as the subscription agent (the "Company's Subscription Agent") at the following address:

AEC Securities Public Company Limited  
Khun Wimolrat Hothanom  
Operations Department

888/200 Mahatun Plaza, 3<sup>rd</sup> Floor  
Ploenchit Road, Lumpini, Pathumwan, Bangkok 10330  
Telephone: (66) 0-2659-3456 Ext. 120

The Company, by the Company's Subscription Agent, shall not accept any subscription for the newly issued ordinary shares via the DSS of Thailand Securities Depository Co., Ltd.

The Company, by the Company's Subscription Agent, shall not accept any documents regarding subscription for the newly issued ordinary shares via mail or facsimile.

### 5.3 Steps and Procedures for Subscription and Payment for Newly Issued Ordinary Shares

Each shareholder wishing to subscribe for the newly issued ordinary shares shall fill in the subscription form correctly, completely and clearly, and specify the number of shares for which he/ she wishes to subscribe based on his/ her entitlement in the Certificate of Subscription Right for Newly Issued Ordinary Shares, and the number of shares for which he/she wishes to oversubscribe, in a single subscription form per 1 registration number of the securities holder, and sign his/her name as subscriber in the subscription form and make a single payment in full based on the number of subscription and oversubscription (if any), whereby the Bill Payment Slip for subscription payment and all supporting documents shall be submitted to the address of the Company's Subscription Agent per item 5.2.

If any shareholder wishes to oversubscribe for the newly issued ordinary shares, he/she shall first express his/ her intention to subscribe for the newly issued ordinary shares in full according to his/ her entitlement, and shall then be entitled to oversubscribe for the newly issued ordinary shares.

5.3.1 Certificate of Subscription Right for Newly Issued Ordinary Shares of the Company (if any) issued by Thailand Securities Depository Co., Ltd. ("TSD") as the Company's registrar (Enclosure 2);

5.3.2 Subscription Form for Newly Issued Ordinary Shares of the Company (Enclosure 3) which has been filled in correctly, completely and clearly, and signed by the subscriber, whereby the subscriber shall submit only 1 Subscription Form for Newly Issued Ordinary Shares per 1 Certificate of Subscription Right for Newly Issued Ordinary Shares and the Subscription Form for Newly Issued Ordinary Shares of the Company may be downloaded from the Company's website ([www.ppprime.co.th](http://www.ppprime.co.th));

5.3.3 Evidence of payment according to the procedures for subscription payment for newly issued ordinary shares selected by the subscriber, based on the details and arrangements described below:

- Payment in Cash via Bill Payment into Bank Account

Payment may be made in cash via Bill Payment to the account "AEC SECURITIES PUBLIC CO., LTD. FOR SUBSCRIPTION" with Bangkok Bank Public Company Limited, Service Code: AECS, during July 1 – 4, 2019, 09.00 – 15.30 hours (or business hours of each branch of Bangkok Bank) and on July 5, 2019 by 15.30 hours.

- **In case of Bill Payment via Internet Banking / Mobile Application**

Payment may be made by money transfer via Internet Banking, by selecting payment for goods, services or bill payment via Bangkok Bank Public Company Limited, Service Code: AECS, Account Name "AEC SECURITIES PUBLIC CO., LTD. FOR SUBSCRIPTION", with Ref. 1: 10-digit shareholder registration number, and Ref. 2: 13-digit identification number / passport number / alien book number (as applicable). Subscription payment may be made from 09.00 hours on July 1, 2019 until 15.30 hours on July 5, 2019.

*\*\* Payment via Internet Banking shall not be subject to money transfer fee or may be subject to certain fees as charged by respective banks, whereby subscribers shall bear such fees (if any) accordingly. \*\**

- **In case of Payment by Cheque / Cashier's Cheque / Draft Deposited via Bill Payment Slip**

Cheque / cashier's cheque / draft via Bill Payment to the account "AEC SECURITIES PUBLIC CO., LTD. FOR SUBSCRIPTION" may be deposited from July 1, 2019 during 09.00 – 15.30 hours (or business hours of each branch of Bangkok Bank) until 12.00 hours on July 3, 2019, provided that such cheque / cashier's cheque or draft must be **dated during the subscription period, but no later than July 3, 2019** and must be collectible from the local clearing house by the following business day.

To facilitate the subscription payment for the newly issued ordinary shares, the Company has enclosed the Bill Payment Slip (Enclosure 6) for each subscriber to fill in his/her full name, contact number, and Ref. 1 for 10-digit shareholder registration number, and Ref. 2 for 13-digit identification number / passport number / alien book number (as applicable).

*Remark: Subscribers shall bear fees for subscription payment via Bill Payment at the rate charged by the Bank.*

## 5.4 Identification Documents

### 5.4.1 Thai Individual Shareholders

A certified copy of ID card or civil servant ID card or state enterprise staff ID card, which remains valid, and in case of a civil servant ID card or state enterprise staff ID

card, a certified copy of house registration card showing the 13-digit identification number must be attached.

In case of any first/last name change, which renders the first/last name to differ from the shareholder's name as of the record date to determine the list of shareholders on June 14, 2019, or the shareholder's name in the Certificate of Subscription Right for Newly Issued Ordinary Shares, a certified copy of such document issued by the relevant government authority in evidence of such first/last name change, e.g., marriage certificate, divorce certificate, certificate of first/last name change, etc. must be attached.

The signature affixed on the certified copies must correspond with the signature affixed on all documents relating to the subscription for the newly issued ordinary shares.

#### 5.4.2 Foreign Individual Shareholders

A certified copy of alien book or passport, which remains valid, provided that the signature affixed on the certified copies must correspond with the signature affixed on all documents relating to the subscription for the newly issued ordinary shares.

#### 5.4.3 Thai Corporate Shareholders

A certified copy of the Certificate of Registration issued by the Ministry of Commerce, which is issued not older than 6 months before the subscription date, and which must be certified by the authorized person(s) of such legal entity and affixed with the corporate seal (if any), together with the certified copies of ID card, alien book or passport (as the case may be) of the authorized person(s), provided that the signature affixed on the certified copies must correspond with the signature affixed on all documents relating to the subscription for the newly issued ordinary shares.

#### 5.4.4 Foreign Corporate Shareholders

A certified copy of the Certificate of Registration or Memorandum of Association or Affidavit issued by the relevant authority in the country where such legal entity is situated, which is issued not older than 1 year before the subscription date, whereby such document must display the legal entity's name, name(s) of its authorized person(s), head office address and authority or conditions for signing arrangements to act on behalf of the legal entity, and which must be certified by the authorized person(s) of such legal entity and affixed with the corporate seal (if any), together with the certified copies of alien book or passport (as the case may be) of its authorized person(s), provided that the signature affixed on the certified copies must correspond with the signature affixed on all documents relating to the subscription for the newly issued ordinary shares.

The certified copies of supporting documents must also be certified by a Notary Public and legalized by an official of the Thai embassy or consulate in the country where such documents are executed or certified, and must not be older than 1 year before the subscription date.

- 5.4.5 In case of any shareholder who has oversubscribed the newly issued ordinary shares and wishes to claim refund of the subscription payment for such shares which have not been allocated or which have been allocated less than the number of oversubscribed shares, by way of money transfer to the subscriber's bank account, a certified copy of the first page of the savings passbook or a certified copy of the current account statement indicating the account owner's name must be attached, provided that such account must not be jointly owned by others, and the account name must only be the subscriber's name (opened with any commercial bank with its branch in Thailand); otherwise, the Company's Subscription Agent reserves its right to refund the subscription payment for such shares which have not been allocated or which have been allocated less than the number of oversubscribed shares in the form of a crossed cheque to the name of the subscriber and send the same by registered mail to the address as recorded in the Share Register Book as of the closing date of the Share Register Book on June 14, 2019.
- 5.4.6 A Power of Attorney for Subscription for Newly Issued Ordinary Shares of the Company (Enclosure 4), affixed with THB 30 duty stamp (if another person is authorized to act on his/her behalf), together with the certified copies of the valid ID cards of the grantor (subscriber) and the attorney-in-fact.

## **5.5 Other Conditions for Subscription**

- 5.5.1 Shareholders who have subscribed and paid for the newly issued ordinary shares shall not be entitled to cancel the subscription and apply for refund. The Company reserves the right to cancel any subscription whose shareholder fails to exercise his/her rights to subscribe for the newly issued ordinary shares within the specified period or fails to make payment within the specified period or if the Company cannot collect the subscription payment within the due time or the shareholder fails to submit the subscription form or supporting documents relating to the subscription within the specified time.
- 5.5.2 In case of payment by cheque / cashier's cheque / draft via Bill Payment, the subscription payment shall be valid only when the Company and/or the Company's Subscription Agent can collect the subscription payment within the subscription period.

- 5.5.3 If any subscribing shareholder fails to make the subscription payment or fails to follow such procedures for subscription payment and comply with the specified conditions and procedures in order for the subscription payment to be collected in a timely manner during the subscription period, or the Company and/ or the Company's Subscription Agent cannot collect the subscription payment ( for any reason whatsoever without fault on the part of the Company and/ or the Company's Subscription Agent), whether in whole or in part, during the subscription period, or proceed with the subscription by other means than that designated in this Notice of Allocation of Newly Issued Ordinary Shares of the Company, or the supporting documents relating to the subscription are incomplete, the Company and/ or the Company's Subscription Agent shall deem that such shareholder waives his/her right to subscribe for the newly issued ordinary shares, in which case, the Company and/ or the Company's Subscription Agent reserves its right not to allocate the newly issued ordinary shares to such shareholder.
- 5.5.4 If any subscriber incompletely, unclearly or inconsistently fills in the Subscription Form for Newly Issued Ordinary Shares, the Company and/ or the Company's Subscription Agent reserves its right to use such information in the supporting documents relating to the subscription as appropriate for the purpose of allocation of the newly issued ordinary shares. However, in such case, the Company and/ or the Company's Subscription Agent is entitled to deem that the shareholder waives his/her right to subscribe for the newly issued ordinary shares, and the Company and/ or the Company's Subscription Agent reserves its right not to allocate the newly issued ordinary shares to such shareholder.
- 5.5.5 The allocation of the newly issued ordinary shares to the oversubscribing shareholders in accordance with the procedures as hereinabove described under the heading of the Procedures for Allocation of Newly Issued Ordinary Shares Remaining from Subscription must in no way result in any oversubscribing shareholder's holding of the Company's shares to be increased up to or beyond the trigger which will require the shareholder to make a tender offer as prescribed in the Capital Market Supervisory Board's Notification No. ThorJor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers.
- 5.5.6 If the allocation of the newly issued ordinary shares in the first round or the allocation of such shares to the oversubscribing shares shall cause the foreign shareholding percentage to exceed 40 percent of all issued shares of the Company, the Company reserves its right not to allocate the newly issued ordinary shares to such foreign

shareholders as such allocation shall or may violate the foreign limit as specified in the Company's Articles of Association.

- 5.5.7 Subscribers for newly issued ordinary shares shall bear such bank fees and charges (if any).
- 5.5.8 The Company, by the Company's Subscription Agent, **shall not accept any documents regarding subscription for the newly issued ordinary shares via mail or facsimile**, and such documents regarding subscription and evidence of payment shall strictly not be deposited with the bank as the bank only has the duty to remit your payment to the account for subscription.
- 5.5.9 If any shareholder obtains the Certificate of Subscription Right for Newly Issued Ordinary Shares for more than 1 shareholder registration number, the shareholder shall prepare a complete set of supporting documents regarding the subscription in respect of the shareholder registration number per the Certificate of Subscription Right for Newly Issued Ordinary Shares, that is, 1 set of supporting documents for the subscription per 1 shareholder registration number only. If the shareholder subscribes for the shares based on only one shareholder registration number, inclusive of the right to be allocated with the newly issued ordinary shares for all shareholder registration numbers as a single transaction, or indicates such information in the same set of supporting documents for the subscription, the subscriber may not be allocated with the newly issued ordinary shares in full for all shareholder registration numbers inclusive, and the Company reserves its right to allocate the newly issued ordinary shares to such subscriber as appropriate or not to allocate the newly issued ordinary shares to such subscriber.
- 5.5.10 If the number of shares specified by any shareholder in the Subscription Form for Newly Issued Ordinary Shares exceeds the subscription payment received by the Company, the Company or the Company's Subscription Agent reserves its right to allocate the newly issued ordinary shares to such shareholder primarily based on the subscription payment received by the Company.
- 5.5.11 If the number of shares specified by any shareholder in the Subscription Form for Newly Issued Ordinary Shares is less than the subscription payment received by the Company, the Company or the Company's Subscription Agent reserves its right to exercise its discretion to allocate the newly issued ordinary shares to the shareholder as the Company deems appropriate.
- 5.5.12 The Company reserves its right to change the details of the procedures for subscription and payment for the newly issued ordinary shares and other conditions for the subscription as appropriate should there be any problem, obstacle or restriction in the



process, for the purpose of subscription for the Company's newly issued ordinary shares.

5.5.13 The Company, by the Company's Subscription Agent, reserves its right **not to accept the subscription payment in cash.**

## 5.6 Refund of Subscription Payment for Newly Issued Ordinary Shares to Shareholders (if any)

### 5.6.1 Refund of Subscription Payment for Newly Issued Ordinary Shares to Shareholders for Incomplete Allocation of Newly Issued Ordinary Shares under Subscription

If any shareholder who has subscribed for the newly issued ordinary shares is not allocated with such shares or if any shareholder who has oversubscribed for the newly issued ordinary shares is allocated with such shares less than the number of shares intended to be oversubscribed, the Company, by the Company's Subscription Agent, shall refund the subscription payment for such shares which have not been allocated or which have been incompletely allocated, without any interest and/or damages, in accordance with the method selected by the subscriber in the Subscription Form for Newly Issued Ordinary Shares, as follows:

- a) Transfer of the refund of the subscription payment for the newly issued ordinary shares to the subscriber's bank account (opened with any commercial bank with its branch in Thailand) within 5 business days from the close of the subscription for the newly issued ordinary shares, in case of any subscriber who has expressed his/her intention to be refunded by way of money transfer to his/her bank account as specified in the Subscription Form for Newly Issued Ordinary Shares. In this regard, the subscriber shall attach a certified copy of the first page of the savings passbook or a certified copy of the current account statement indicating the account owner's name, provided that the account name must only be the subscriber's name and such account must not be jointly owned by others,
- b) In the absence of a copy of the first page of the savings passbook or a copy of the current account statement indicating the account owner's name, or in the absence of any selected method of refund of the subscription payment by way of money transfer to the bank account, the Company, by the Company's Subscription Agent shall refund the subscription payment for the newly issued ordinary shares which have not been allocated or which have been incompletely allocated per the oversubscription, in the form of a crossed cheque to the name of the subscriber and send the same by registered mail to the address as recorded in the Share Register Book as of the closing date of the Share Register Book on June 14, 2019, within 10 business days from the close of the subscription, whereby the subscriber

shall bear fees for money transfer or fees for collection of cheque through different clearing house or cheque of different bank (if any).

However, if the Company and/or the Company's Subscription Agent is unable to refund the subscription payment for the newly issued ordinary shares which have not been allocated or which have been incompletely allocated per the oversubscription, by way of money transfer to the subscriber's bank account as specified in the Subscription Form for Newly Issued Ordinary Shares because the account name is not consistent with the subscriber's name or for any reason whatsoever beyond control of the Company's Subscription Agent, the Company and/or the Company's Subscription Agent shall refund the subscription payment for the newly issued ordinary shares which have not been allocated or which have been incompletely allocated per the oversubscription, in the form of a crossed cheque to the name of the subscriber and send the same by registered mail to the address as recorded in the Share Register Book as of the closing date of the Share Register Book on June 14, 2019.

If the subscription payment cannot be refunded to the subscriber within such period, the Company, by the Company's Subscription Agent, shall pay interest to the subscriber at the rate of 7.5 percent per annum based on the subscription payment for the newly issued ordinary shares which have not been allocated from the lapse of such 10 business days until the date such refund is made in accordance with the above procedure. However, in any case, if the subscription payment for the newly issued ordinary shares which have not been allocated or which have been incompletely allocated per the oversubscription has been refunded by way of money transfer to the subscriber's bank account as specified in the Subscription Form for Newly Issued Ordinary Shares or by way of cheque sent by registered mail to the subscriber at the address as recorded in the Company's shareholders database as of the record date to determine the list of shareholders entitled to subscribe for the newly issued ordinary shares on June 14, 2019, it shall be deemed that the subscriber has duly received the refund of the subscription payment for the newly issued ordinary shares which have not been allocated or which have been incompletely allocated per the oversubscription, and as such, the subscriber shall no longer be entitled to claim any interest and/or damages from the Company or the Company's Subscription Agent.

**5.6.2 Refund of Subscription Payment for Newly Issued Ordinary Shares to Shareholders Who Have Not Been Allocated with Newly Issued Ordinary Shares due to Non-Compliance with the Conditions for Subscription and/ or Inability to Collect the Subscription Payment for Newly Issued Ordinary Shares by Cheque**

The Company, by the Company's Subscription Agent, shall return such cheque as subscription payment for the newly issued ordinary shares to the shareholder who has

subscribed for but has not been allocated with the newly issued ordinary shares due to non-compliance with the conditions for subscription and/or inability to collect the subscription payment for the newly issued ordinary shares by cheque. In this regard, such subscriber shall contact to collect the cheque from the Company's Subscription Agent within 30 days from the end of the subscription period.

## 5.7 Delivery of Securities

5.7.1 If any subscriber wishes to have his/her shares deposited in a securities company where the subscriber has a securities trading account, the Company shall deposit the allocated shares with "**Thailand Securities Depository Co., Ltd. for Depositor**". TSD and the securities company shall record the total number of shares deposited by the subscriber and issue evidence of such deposit to the subscriber within 7 business days from the close of the subscription for the newly issued ordinary shares. In this case, the subscriber may sell the newly issued ordinary shares which have been allocated in the Stock Exchange of Thailand ("SET") immediately after the SET grants permission for the Company's ordinary shares to be traded on the SET.

If the subscriber requests the Company to proceed in accordance with Item 5.7.1, the subscriber's name in the Subscription Form for Newly Issued Ordinary Shares must correspond with the owner's name of the securities trading account where the subscriber wishes to have such shares deposited with the securities company. If the subscriber's name does not correspond with the securities trading account name or the securities company's name or the depositor's member number is incorrect or irrelevant, the Company reserves its right to deliver such securities in the form of a share certificate. In such case, TSD shall issue a share certificate representing the number of securities allocated in the name of the subscriber and send the same to the name and address as recorded in the Company's shareholders database as of the record date to determine the list of shareholders entitled to subscribe for the newly issued ordinary shares on June 14, 2019, by registered mail within 15 business days from the close of the share subscription. In this connection, the Company shall not be responsible for any case where the subscriber is unable to sell such allocated securities on the first day of trading such allocated securities.

5.7.2 If any subscriber wishes to deposit his/her shares in the Issuer Account No. 600, the Company shall deposit the allocated shares with "**Thailand Securities Depository Co., Ltd. for Depositor**". TSD shall record the total number of shares in the subscriber's name and issue evidence of such deposit to the subscriber within 7 business days from the close of the subscription for the newly issued ordinary shares. In this case, the subscriber may sell the newly issued ordinary shares which have been allocated in

the SET after the SET grants permission for the Company's newly issued ordinary shares to be traded on the SET only when the subscriber shall have first transferred such shares out of the Issuer Account No. 600 to his/her own securities trading account. If the subscriber wishes to withdraw such securities, he/she may contact TSD, which shall be subject to securities withdrawal fee at the rate charged by TSD. (In this connection, the subscriber shall fill in an additional document in support of the securities subscription if such securities are intended to be deposited in the Issuer Account (Enclosure 5), and submit the same along with the Subscription Form for Newly Issued Ordinary Shares.)

5.7.3 If the subscriber wishes to obtain a share certificate in his/her own name, TSD, as the Company's registrar, shall deliver a share certificate representing the number of the allocated shares to the subscriber by registered mail to the name and address as recorded in the Company's shareholders database as of the record date to determine the list of shareholders entitled to subscribe for the newly issued ordinary shares on June 14, 2019 within 15 business days from the close of the share subscription. In this case, the subscriber is unable to sell the allocated shares in the SET until he/she shall have obtained the relevant share certificate, which may take place after the Company's newly issued ordinary shares have been granted permission to be traded on the SET. If any subscriber does not select any method for delivery of shares in the Subscription Form for Newly Issued Ordinary Shares, the Company reserves its right to deliver such shares by issuing a share certificate in the subscriber's name, in which case TSD shall deliver the share certificate representing the number of the allocated shares to the subscriber by registered mail to the name and address as recorded in the Company's shareholders database as of the record date to determine the list of shareholders entitled to subscribe for the newly issued ordinary shares on June 14, 2019 within 15 business days from the close of the share subscription.

## **6. Purpose of Issuance of Newly Issued Ordinary Shares and Plan for Use of Proceeds**

The Company's capital increase is intended to strengthen the Company's operations and finance, whereby the Company plans to use the proceeds from the capital increase (1) to repay its debts, e.g., debentures, etc.; (2) to use the proceeds as its working capital; and (3) to expand the Company's business (if any) to improve its liquidity and operating results.

## **7. Expected Benefits to the Company from the Capital Increase and New Share Allocation**

The capital increase by issuance and offering of the newly issued ordinary shares to the existing shareholders by way of right offering on this occasion will help strengthen the Company's operating results and financial position, which will help improve its liquidity and operating results in order to be

competitive with other operators in the industry. Such capital increase will bring about positive effect on the Company's growth and profitability without any impact on the Company's financial liquidity, and will help ensure the Company's business continuity and secure its financial position and equity in the best interests of the Company and all shareholders.

#### **8. Expected Benefits to the Shareholders from the Capital Increase and New Share Allocation**

The existing shareholders who subscribe for the newly issued ordinary shares by way of right offering on this occasion shall be entitled to receive dividend from the Company's operations based on their shareholding percentages when the Company declares dividends. The Company may declare dividends only when the Company derives profits without any accumulated loss as required by law. The Company has a policy to pay dividends at the rate not less than 60.00 percent of net profits per its separate financial statements, after corporate income tax and legal reserve.

However, the Company may declare dividends at a rate less than the above rate or suspend the declaration of dividend, depending on the economic circumstances, operating results, financial position, liquidity, investment plan, requirement to use the working capital for its operations, business expansion of the Company and its subsidiaries, and other relevant factors, as the Board of Directors may deem appropriate or reasonable and in the best interests of the Company and its shareholders.

#### **9. Other Details Essential for the Shareholders' Decision on Investment**

##### **9.1 Impact on the Company's Existing Shareholders from Issuance and Offering of Newly Issued Ordinary Shares to the Company's Existing Shareholders (Dilution Effect)**

Upon the Company's issuance and offering of not exceeding 281,525,344 newly issued ordinary shares with a par value of THB 1.00 per share to the Company's existing shareholders by way of right offering at the offering price of THB 2.00 per share, the Company's existing shareholders shall be affected as follows:

##### **a) Control Dilution**

Control Dilution = the number of shares offered to the existing shareholders / (the number of paid-up shares + the number of shares offered to the existing shareholders)

Whereas,

Paid-up shares = 563,050,687 shares

Shares offered to the existing shareholders (Rights Offering)

shareholders

= 281,525,344 shares

Therefore,

$$\begin{aligned}\text{Control Dilution} &= 281,525,344 / (563,050,687 + 281,525,344) \\ &= 33.33 \text{ percent}\end{aligned}$$

After the issuance and offering of the newly issued ordinary shares to the Company's existing shareholders by way of right offering, if the respective shareholders exercise their rights in full, the existing shareholders shall not sustain any control dilution effect. However, should any particular shareholder not exercise his/her right, while the other shareholders exercise their rights to subscribe for the newly issued ordinary shares in full, such particular shareholder's voting right shall be diluted by 33.33 percent.

b) Price Dilution

$$\begin{aligned}\text{Price Dilution} &= (\text{market price before the offering} - \text{market price after the offering}) \\ &\quad / \text{market price before the offering}\end{aligned}$$

Whereas,

Market price before the offering = the weighted average price of the shares at least for the past 7 consecutive business days, but not exceeding 15 consecutive business days prior to the date of the Board of Directors' Meeting No. 6/2019 on March 14, 2019 (during the period from February 21, 2019 – March 13, 2019) (Source: SETSMART), which is equal to THB 2.53 per share

$$\begin{aligned}\text{Market price after the offering} &= [(\text{market price} \times \text{paid-up shares}) + (\text{the offering price to the} \\ &\quad \text{shareholders} \times \text{the number of shares offered to the existing} \\ &\quad \text{shareholders})] / (\text{paid-up shares} + \text{the number of shares offered} \\ &\quad \text{to the shareholders}) \\ &= [(2.53 \times 563,050,687) + (2.00 \times 281,525,344)] / (563,050,687 + \\ &\quad 281,525,344) \\ &= \text{THB 2.01 per share}\end{aligned}$$

Therefore,

$$\begin{aligned}\text{Price Dilution} &= (2.53 - 2.01) / 2.53 \\ &= 20.30 \text{ percent}\end{aligned}$$

After the issuance and offering of the newly issued ordinary shares to the Company's existing shareholders by way of right offering, if the respective shareholders exercise their rights in full, the existing shareholders shall not sustain any price dilution effect. However, should any particular shareholder not exercise his/her right, while the other shareholders exercise their rights to subscribe for the newly issued ordinary shares in full, such particular shareholder's share price shall be diluted by 20.30 percent.

c) Earnings Per Share Dilution

Given the Company's net operating loss, the earnings per share dilution is inapplicable.

**9.2 Impact on the Company's Shareholders upon Issuance of the Warrants to Purchase the Company's Ordinary Shares No. 4 ("PPPM-W4" or the "Warrants") to the Shareholders by way of Right Offering (Warrant-RO) and Full Exercise of the Warrants (Dilution Effect)**

The Extraordinary General Meeting of Shareholders No. 1/2019, which was held on June 10, 2019, resolved to grant approval for the Company to issue and offer the warrants to purchase the Company's ordinary shares No. 4 ("PPPM-W4" or the "Warrants") in the amount not exceeding 281,525,344 units to the shareholders by way of right offering (Warrant-RO) free of charge at the ratio of 3 existing ordinary shares to 1 unit of the Warrants (any fraction thereof shall be disregarded). The Warrants shall have a term of 5 years from the issuance date of the Warrants with the exercise ratio of 1 unit of the Warrants to 1 newly issued ordinary share, and with the exercise price of THB 1 per 1 share. In this regard, June 17, 2019 is scheduled to be the record date to determine the list of shareholders entitled to subscribe for the Warrants. (Remark: The issuance and allocation of such Warrants will take place after the allocation of the newly issued ordinary shares by way of right offering during the subscription and payment period from July 1 – 5, 2019. Therefore, the existing shareholders, who have subscribed for and been allocated with the newly issued ordinary shares and been holding such shares until the record date shall also be entitled to subscribe for the Warrants). The Meeting also resolved to issue not exceeding 281,525,344 newly issued ordinary shares with a par value of THB 1 per share to accommodate the exercise of the Warrants.

In this respect, if the impact from the issuance and offering of the Warrants after the issuance and offering of the newly issued ordinary shares on this occasion is taken into account in the calculation, the existing shareholders shall be affected as follows:

**a) Control Dilution**

Control dilution may be divided into 2 cases as follows:

Case 1 The existing shareholders exercise their rights to convert only their existing warrants, but do not subscribe for the newly issued ordinary shares and do not exercise their rights in respect of the Warrants allocated for the newly issued ordinary shares, while the other shareholders subscribe for such newly issued ordinary shares and the other shareholders or other persons exercise their rights to convert the Warrants accordingly.

Case 2 The existing shareholders do not subscribe for the newly issued ordinary shares and do not exercise their rights to convert the Warrants in full both the existing warrants and the Warrants allocated for the newly issued ordinary shares, while the other shareholders subscribe for such newly issued ordinary shares and the other shareholders or other persons exercise their rights to convert the Warrants accordingly.

Control Dilution = (the number of shares offered to the existing shareholders + the number of underlying shares to accommodate the Warrants) / (the number of paid-up shares + the number of underlying shares to accommodate the Warrants)

Whereas,

Paid-up shares = 563,050,687 shares

Shares offered to the existing shareholders = the number of ordinary shares offered to the existing shareholders (Rights Offering)

= 281,525,344 shares

Underlying shares to accommodate the Warrants = the number of underlying shares to accommodate the Warrants allocated for the newly issued ordinary shares

= 281,525,344 / 3

Case 1 = 93,841,782 shares

Underlying shares to accommodate the Warrants = the number of underlying shares to accommodate both the existing warrants and the Warrants allocated for the newly issued ordinary shares

= (563,050,687 + 281,525,344) / 3

Case 2 = 281,525,344 shares

Underlying shares to accommodate all Warrants = the number of underlying shares to accommodate the Warrants issued and offered to the existing shareholders by way of right offering (Warrant-RO)

= 281,525,344 shares

Therefore,

Control Dilution (Case 1) = (281,525,344 + 93,841,782) / (563,050,687 + 281,525,344 + 281,525,344)

= 33.33 percent

Control Dilution (Case 2) = (281,525,344 + 281,525,344) / (563,050,687 + 281,525,344 + 281,525,344)

= 50.00 percent

After the issuance and offering of the newly issued ordinary shares to the Company's existing shareholders by way of right offering and the Warrants to the existing shareholders by way of right offering (Warrant-RO), if the respective shareholders exercise their rights in full, the existing shareholders shall not sustain any control dilution effect. However, should any particular shareholder not exercise his/her right to convert only the existing warrants, but not exercise his/her right to subscribe for the newly issued ordinary shares, and not exercise his/her right to convert the Warrants allocated for the newly issued



ordinary shares, while the other shareholders exercise their rights to subscribe for the newly issued ordinary shares and the other shareholders or other persons exercise their rights to convert the Warrants, such particular shareholder's voting right shall be diluted by 33.33 percent (Case 1), but if such particular shareholder does not exercise his/her right to convert the existing warrants (Case 2), such particular shareholder's voting right shall be diluted by 50.00 percent.

b) Price Dilution

$$\text{Price Dilution} = \frac{(\text{market price before the offering} - \text{market price after the offering})}{\text{market price before the offering}}$$

Whereas,

Market price before the offering = the weighted average price of the shares at least for the past 7 consecutive business days, but not exceeding 15 consecutive business days prior to the date of the Board of Directors' Meeting No. 6/2019 on March 14, 2019 (during the period from February 21, 2019 – March 13, 2019) (Source: SETSMART), which is equal to THB 2.55 per share

$$\begin{aligned} \text{Market price after the offering} &= \frac{[(\text{market price} \times \text{paid-up shares}) + (\text{the offering price to the shareholders} \times \text{the number of shares offered to the existing shareholders}) + (\text{exercise price of the Warrants} \times \text{the number of underlying shares to accommodate the Warrants})]}{(\text{paid-up shares} + \text{the number of shares offered to the shareholders} + \text{the number of underlying shares to accommodate the Warrants})} \\ &= \frac{[(2.55 \times 563,050,687) + (2.00 \times 281,525,344) + (1.00 \times 281,525,344)]}{(563,050,687 + 281,525,344 + 281,525,344)} \\ &= \text{THB 2.025 per share} \end{aligned}$$

Therefore,

$$\begin{aligned} \text{Price Dilution} &= \frac{(2.55 - 2.025)}{2.55} \\ &= 20.59 \text{ percent} \end{aligned}$$

After the issuance and offering of the newly issued ordinary shares to the Company's existing shareholders by way of right offering and the Warrants to the existing shareholders by way of right offering (Warrant-RO), if the respective shareholders exercise their rights in full, the existing shareholders shall not sustain any price dilution effect. However, should any particular shareholder not exercise his/her right, while the other shareholders exercise their rights to subscribe for the newly issued ordinary shares in full and the other shareholders or other persons exercise their rights to convert the Warrants, such particular shareholder's share price shall be diluted by 20.59 percent.

c) Earnings Per Share Dilution

Given the Company's net operating loss, the earnings per share dilution is inapplicable.

9.3 The 2019 Annual General Meeting of Shareholders, which was held on April 24, 2019, resolved to approve the authorization of the Chairman of the Board of Directors and/or the Chief Executive Officer and/or the person authorized by the Chairman of the Board of Directors and/or the Chief Executive Officer to have the power to take such arrangements relating to the offering and allocation of the Company's newly issued ordinary shares as follows:

- a) To set out or revise details and conditions necessary for the offering and/or allocation of newly issued ordinary shares, set out rules on allocation of shares on single or several occasions, period, offering price and subscription and payment procedures (as the case may be);
- b) To revise the procedures for allocation of newly issued ordinary shares and execution of various transactions relating to the allocation of newly issued ordinary shares, subject to the scope of authorization as approved by the Board of Directors' Meeting and the Shareholders' Meeting;
- c) To take any arrangements as necessary, appropriate and in connection with or essential to the offering and/or allocation of newly issued ordinary shares, and negotiate, enter into, sign and/or amend any applications and/or documents necessary for or in connection with the issuance, offering or allocation of newly issued ordinary shares, the registration of the capital increase and the amendment of the Memorandum of Association with the Ministry of Commerce, and/or the listing of the newly issued ordinary shares as listed securities on the SET, and the appointment of financial advisor, legal counsel, consultant or other service provider and/or underwriter (if any or applicable);
- d) To contact, negotiate, amend, agree, sign or file the relevant documents, instruments and/or agreements in connection with the offering and allocation of the Company's newly issued ordinary shares, including amendment of the relevant information memorandum, disclosure of information, statements and reports to the relevant authorities, as well as setting out conditions and details on the offering and allocation;
- e) To coordinate with the relevant authorities and regulatory bodies, e.g., the Office of the Securities and Exchange Commission, the Ministry of Commerce, and the SET, as well as other parties or agencies concerned with the offering and allocation of the Company's newly issued ordinary shares;
- f) To take any other arrangements necessary for or in connection with the offering and allocation of the Company's newly issued ordinary shares.

**Part 2**
**Information of PP Prime Public Company Limited**
**1. Name and location of the company**

Company Name	:	PP Prime Public Company Limited
Securities Abbreviation	:	PPPM
Registration Number	:	0-1075-37000-67-0
Business type	:	Production and distribution of aquatic animal feed and pets Including the production and distribution of electricity from the Geothermal Energy Project in Japan
Registered Capital	:	1,126,101,375 Baht (As of 14 June 2019)
Paid Up Capital	:	563,050,687 Baht (As of 14 June 2019)
Type and Paid up Capital	:	Common share 563,050,687 share
Par value	:	1.00 Baht per share
Home Page	:	<a href="http://www.ppprime.co.th">http://www.ppprime.co.th</a>
Head Office	:	69/5 Moo 5 Rama II Road, Muang District, Samutsongkram 75000 Tel: (66) 3477-1444 Fax: (66) 3477-1025

**2. Business and competition**

The company focuses on developing the business in line with the full-cycle strategy i.e. FOOD-FARM-FUTURE, operating the main business of manufacturing and distributing aquatic animal feed and pet feed, divided into 2 main divisions i.e.: 1) Shrimp Feed 2) Fish Feed and Pet Food. The company manages the farms as the center for research and development in aquatic animal feed. In addition, the company operates new businesses with good returns that is sustainable for the future

The revenue structure of the company Classified by business group for the year 2016 - 2018 and the first quarter of 2019 can be summarized as follows:

	2016		2017		2018		Q1/2019	
	Million baht	%	Million baht	%	Million baht	%	Million baht	%
Revenue from sales of feed	1,501.29	67.02	1,790.73	95.48	1,984.35	93.54	484.96	91.51
Revenue from the sale of frozen processed foods	-	-	-	-	-	-	-	-
Revenue from cultured farms	-	-	-	-	-	-	-	-
Revenue from sales of electricity	10.00	0.45	31.60	1.68	76.63	3.61	27.13	5.12
Total revenue from sales	1,511.29	67.46	1,822.33	97.16	2,060.98	97.15	512.08	96.63
Other revenue *	728.89	32.54	53.19	2.84	60.47	2.85	17.88	3.37
Total revenue	2,240.18	100.00	1,875.52	100.00	2,121.45	100.00	529.96	100.00

Remark: Other revenue consists of interest, gain from investment in securities. List of reversal of allowance for impairment of assets Gain on sale of investment and gain from foreign exchange etc.

## 2.1 Product Description or Service

- **FOOD**

### **Animal Feed Business**

Animal feed business is divided into 2 main parts: production line of shrimp feed, production lines of fish feed and pet feed. Currently, the factory is located in Phetchaburi province. It is a fully integrated factory, starting from raw material procurement, manufacturing and distribution with a shrimp feed production capacity of 80,400 tons per year, with fish and pet feed production capacity of 61,000 tons per year. Each production line is composed of shrimp feed production, fish feed production and pet feed production. The Company classifies the production lines according to its own products, including the storage of raw materials separately. This is to maximize the efficiency in the production and storage of raw materials for each product. Other management functions are centralized in many areas such as sale and marketing, procurement, quality assurance departments, etc.

Animal feeds are produced in the granular form from the agricultural products such as fish meal, wheat flour and soybean meal, etc. and they are produced by controlling the recipes and the production in every step are performed by modern machinery to obtain the equal quality of animal feed within the specified standards. The Company has a research and aquaculture development center at Samut Songkhram province to increase the capacity of research and development of aquaculture products and to respond with the change in food technology all the time together with the development of food recipe for aquatic animals to allow a high growth rate per day (ADG) and low feed conversion ratio (FCR) (FCR is the efficient rate to feed in low quantity but obtaining the better weight of fish).

The Company has set up a new animal feed factory in Songkhla province and it has begun to produce and sell animal feed since the second quarter of the year 2015 with a shrimp feed production capacity of 60,000 tons per year and a fish feed production capacity of 72,000 tons per year, which begins the production of food to support the market expansion in the southern part and Malaysia.

### **Capacity Management**

The Company has two production factories for animal feed at Phetchaburi province and Songkhla province. The production plan is to support the production order capacity and respond the needs of market continuously to avoid the over-capacity or under-capacity and to manage the increase or decrease orders to be consistent and suitable with current production capacity.

Animal feed products are divided into

- 1) Shrimp feed products are 3 types:

1. Black Tiger Shrimp under the brand name "Thai Luxe Gold Thai Luxe Lucky Speed"

2. Vannamai White Shrimp under the brand name "Vanna Thailuxe Work"
3. Supplementary Shrimp Feed under the brand name "Thai Luxe Pro Choice"
- 2) Fish feed products are available in 6 types and 1 type of frog feed which are:
  1. Catfish Feed under the brand name "Thai Luxe, Lucky Work Speed and Pro Choice"
  2. Tilapia Feed under the brand name "Thai Speedway and Speedway"
  3. Herbivore Fish Feed under the brand name "Thai lux and work"
  4. Sea Bass Feed under the brand name "Thai Luxe"
  5. Trichogaster pectoralis Fish Feed under the brand name "Thai Luxe"
  6. Frog Feed under the brand name "Thai Luxe"
- 3) Pet Feed Products that are made by order such as dog feed, cat feed, beautiful fish feed and bird feed.

In this regard, the Extraordinary General Meeting of Shareholders No. 1/2018 on 16 July 2018 resolved to approve the business restructuring plan. By partial transfer of business (Partial Business Transfer: PBT) aquatic animal feed production, including shrimp feed production and fish food and pet food production (FOOD), all related assets and liabilities and used in such business, license agreements and related investment promotion certificates Including all personnel related to such business to Thai Luxe Enterprises (Thailand) Co., Ltd., a subsidiary of the Company which has completed the business restructuring plan on 2 May 2019

● **FARM**

**Aquaculture for Research and Product Development**

The concept of aquaculture is focused on research and development of good products by adopting various technologies and technologies to find out how to prevent plague in aquatic animals. This can be achieved by focusing on Biotechnology farming and avoiding the use of drugs and chemicals for sustainable aquaculture including the contamination protection system of various pathogens and the vectors that cause the contamination of pathogen and damage to the production of Bio-security. This will be a sample farm for interested farmers.

At present, there are areas for aquaculture. By improving of the Company's aquaculture farms at Tambon Khlong Khon, Samut Songkhram Province on the area more than 240 Rai, the area is used for aquaculture for research and development of the Company's total of about 72 acres to develop farming systems and international standards in order to meet the demand for fish consumption for health today under the good and effective farm management

**Investment encouragement**

The Company is granted by tax privileges under the Investment Promotion Act with the approval of the Board of Investment under the promotion certificate as follows: Certificate No. 2091 (2)

/ 2011 on August 31, 2011 for the production and distribution of aquatic animal feed under some terms and conditions. The privileges include the exemption from personal income tax. The net profit from the promoted business for a period of 8 years started from the date of commencement of business operation (June 1, 2012). The excess value of personal income tax that is exempted shall not more than the value of investment excluding land property and working capital. The reduction of import duty for machines is approved by the board and the exemption of income tax for dividends paid to shareholders. This is paid from the profits of the promoted business throughout the period of exemption from corporate income tax.

In addition, the Company has received the promotional privileges from the Board of Investment No. 1856 (2) / 2013 on June 19, 2013 and the promotional certificates No. 1131 (2) / 2015 on February 4, 2015 for the production and distribution of aquatic animal feed under the specific terms and conditions including the exemption of corporate income tax for the net gain from promoted businesses for a period of 8 years starting from the date of commencement of the business (For Certificate No. 1856 (2) / 2013 No income and for Certificate No. 1131 (2) / 2015 will commence on April 30, 2015). The exempted corporate income tax amount shall not exceed the value of investment excluding land property and working capital. The reduction of import duty for machines is approved by the board and the exemption of income tax for dividends is paid to shareholders. This is paid from the profits of the promoted business during the period of exemption from corporate income tax and is allowed to be deducted by the investment in the installation or 25% of the investment, in addition to normal depreciation.

- **FUTURE**

- Geothermal Power Plant Business**

As mentioned above, the company considered investment in geothermal energy business in Japan Has an investment structure that can receive benefits under the Double Tax Convention The investment in the geothermal power plant (FUTURE) enables the company to establish TLUXE POWER in Thailand. To conduct energy business and structuring for TLUXE POWER to hold shares in Tluxe Investment Company Limited (a subsidiary) 3 companies, namely Tluxe Holding Company Limited (subsidiary), "TLUXE HOLDING", Geothermal Power A Company Limited (subsidiary) "GEO A" and Geothermal Power B Company Limited (subsidiary) "GEO B" (Hong Kong nationality entity) to hold shares in Companies that operate power plants, geothermal in Japan.

After conducting a geothermal power plant, the company foresees the business opportunity for joint development of land in Beppu. Oita Prefecture in Japan for offering to those interested in the geothermal power plant, therefore, jointly invested with Setouchi Natural Energy Company Limited (Setouchi), which owns the said area. Establishment of a new entity named M-LUXE ENERGY Co, Ltd ("M-LUXE") with a subsidiary in Japan named PPSN holding 25% of shares and Setouchi holding 75% of the registered capital of 10 million yen and the Company has paid an investment of approximately 8

plots of land amounting to 200 million yen in the form of loans and carries interest at a rate of 3 percent per annum which is determined from the cost of the company's investment at that time and compared with the loan interest Of financial institutions in Japan At present, the new shareholding structure has been established, with Tluxe Power Company Limited ("TLP") holding shares in the same ratio as PPSN Company Limited (PPSN).

### **Real Estate Business**

The company (or its subsidiary) joins with Rich Partners Co., Ltd ("Rich Partners"), a company established under the laws of the country Japanese (Or subsidiary of Rich Partners) in mixed use projects under the name project Riverside or Riverside Tower ("Riverside Project") is located in Danang, Vietnam. The project is developed under Project owner company named Sun Frontier Investment Company Limited or Sun Frontier Investment Co., Ltd. ("Sun Frontier Investment"), which is a company established under the laws of Vietnam And for tax benefits. On 21 August 2018, the Company established a subsidiary of the Company. In Singapore under the name P PRIME SINGAPORE PTE. LTD. Which the company holds 100 percent of shares in that company to enter the Riverside investment project with the subsidiary of Rich Partners in Singapore

## **2.2 Marketing and Competition**

The characteristics of company's customers and distribution channels can be classified into the following categories: Aquaculture and geothermal energy business. The details are as follows.

### **Aquatic Feed Business**

#### **1) Customer characteristics**

Currently, the group of customers is domestic, focusing on aquaculture farmers and distributors of the Company in each province. The proportion is as follows.

The Company's main target customers are composed of 2 groups:

1. 70% of sales agents in each province
2. 30% of aquaculture farmers

#### **2) Distribution channels**

The Company sells products through distributors and other animal feed companies which are distributed all over the country (dealers) and sold directly to farmers who own the farms or farmers who group as clubs or co-operatives. However, all distribution will be made through the following offices and distribution agents of the Company.

The Company has 3 offices and 2 distribution channels of aquaculture animals as follows:

1. Head Office  
69/5 Moo 5, Rama 2 Road (Km 71), Tambon Bang Khanan, Amphoe Mueang, Samut Songkhram Province 75000
2. Petchaburi Office and production factory

62 Moo 2, U-Tapao Road, Nong Chumphon, Khao Yoi, Phetchaburi 76140

3. Songkhla Office and production factory

98 Moo 13, Petchkasem Rd., Km 1232, Bang Rieng, Khuan Niang, Songkhla 90220

4. Distribution center for 2 unit and distribution centers 1 units

East	1. Distribution Center Chantaburi province
Southern Gulf of Thailand	2. Distribution Center Surat Thani province
Southern Andaman Coast	3. Distribution Dealer in Takua Pa (Phang Nga)

3) Marketing Strategy of aquaculture products

Marketing Strategy of shrimp feed products.

Market leaders of shrimp feed products are about 2-3 companies with a market share of 35-40% (based on MD and FMD data, Department of Fisheries, 2017), followed by medium-sized companies with 5-6 companies. Market share is between 4-8% with a combined share of approximately 30% -35% of total shrimp feed sales.

The Company is medium-sized. In addition, there are small companies since the market leader monopolizes the market by adopting a quality breed strategy followed by the use of monopoly company feed. Farmers have no choice because they want their breeds to grow fast. This is very much accepted by the farmers. As a result, the market for this type of business is highly competitive. Therefore, the shrimp sales department has set up a comprehensive marketing strategy, allowing the customers are partners with the Company such as white shrimp and black tiger shrimp, quality of food, quality and export markets.

Marketing strategy for fish feed products

The market leaders of fish feed products are 4 companies with a combined market share of 45-50% of total fish feed sales. Secondly, medium-sized companies are between 6 and 7 percent of the total market share, accounting for 25-30 percent of total fish feed sales. Small companies or OEMs have a combined market share of around 25-30% of total fish feed sales. Information from the Agricultural Information Development Board (in September, 2017).

The Company is located in a medium-sized company since the market leader has a strategy by offering price insurance to insure fish prices at the farms for farmers. It is popular with farmers because they reduce their risks of fish price reduction. Therefore, the fish sales department has set up a comprehensive marketing strategy, allowing the customers are partners with the Company such as quality fish breed, quality feed and markets definitely buy the products.

The Company mainly focuses on the quality of its products and services. Customers can be assured that the Company's products contain ingredients, property, and nutrition according to the product label. Although occasionally the raw material price is increased, the Company still focuses on



producing products to provide farmers with quality products suitable for aquaculture. Although, the price of feed cannot be adjusted and animal feed is a commodity that the price must be controlled by the Department of Internal Trade. As for the delivery service to customers, the Company focuses on the freshness and the new products by increasing the direct delivery from the factory to the customer and also having agents/ distribution centers to support the customers for three locations throughout the country to handle the customers more thoroughly and more convenient.

It also focuses on the production of quality products and standards according to the Company policy, manufactured by efficient machines and advanced production technology as well as the product inspection in every step. This allows the Company's products to be certified for world-class quality

#### **Geothermal power plant business**

The geothermal power plant business that the Company invests is the energy business, which is the basis of today's world. When performing according to the legal process, the Company will receive an electricity sale contract with a large-scale private electricity buyer in Japan with a price of 40 yen per kilowatt (The price is not included for Tax) for 15 years (starting from the date distributing to the COD). After expiry date, the price will be reduced by the notification of Ministry of Economy, Trade and Industry (METI) at that time. Therefore, the Company does not need to perform any marketing strategy or competition because it is a monopoly power contract under METI's policy.

The Company has seen an opportunity to generate revenue and diversify the risk of business. The Company has invested in such renewable energy plants.

As for the development of land with facility to be ready to sell to the interested investors of geothermal power plant business of the M-LUXE project, It is a joint venture with Setouchi Natural Energy Company Limited (Setouchi) specialized in this business and they sets up an corporate called M-LUXE Company Limited ("Japanese Company"), where PPSN company limited holds 25% and Yi Co., Ltd. holds 75% of the registered capital of 10 million yen. The Mlux Energy Company Limited is an associate of the Company. The project has specific customers who are interested in the geothermal power plant business

In the year 2018, the Board of Directors meeting approved the Company Distribution of 15 geothermal energy projects ("Power Plant Project") with a purchase price of 320 million yen per project or approximately 91.71 million baht per project, representing a total value total not less than 4,800 million yen or 1,375.69 million baht

#### **Real Estate Business (In Vietnam)**

Economic growth (GDP) in Vietnam in 2018 was 7.1% due to the expansion of the service sector, which was driven by private consumption and the number of foreign tourists increasing by an average of 20% per year. Foreign direct investment (FDI) increased by 9%, worth over US \$ 19 billion.

According to research results revealed that in 2018, the real estate market in the city along the coast of Vietnam Like Danang With a variety of landscape conditions Has developed to grow and have a price that is rising rapidly As a result of the continuous increase in population, in 2017 it was estimated at 1.07 million people and is expected to increase to 1.4 million by 2020. Tourism increased by an average of 20% per year. The target for tourists in 2020 of Danang is about 8 million people, or an increase of 14% per year. The growth of the population directly affects the growth of the property market that requires accommodation Live higher and tourism is therefore a driving force for Danang's property market to stand out.

Danang, Vietnam Therefore becoming an important investment city of real estate Can be seen from the second half of 2018, the increasing number of residential properties, about 2,400 units, from 8 real estate projects in Danang city from the government's promotion In the area of good infrastructure in Danang to attract more domestic and international tourists Therefore, the real estate market in Danang Vietnam is constantly growing. Therefore is an interesting investment channel in the long term of investors

Population growth from 2013 to 2017 is growing at around 1.9% per year. The population in 2017 is approximately 1.07 million people and is expected to increase to 1.4 million by 2020. Population growth supports higher residential demand.

Buyer needs from the original real estate project with a high sales rate in Danang the type that buyers want is a 1 and 2 bedroom suite with modern design. And the price is not very high including support from the bank and have facilities which are important issues such as food and beverage services, swimming pools, gyms, tennis, retail stores, parking spaces, children's areas, etc.

### 3. Assets used in business operations

#### 3.1 Fixed assets

As at 31 March 2019, the Company and its subsidiaries have assets used in business operations with net value after accumulated depreciation of Baht 697.09 million which is shown in the investment property. And property, plant and equipment in the consolidated statement of financial position the details are as follows

Type / Property Type	Proprietary	Value (million baht)
Land	Owner	111.35
Land improvement	Owner	23.05
Buildings and building improvements	Owner	277.79
Machinery and equipment	Owner	198.69
Furniture and office equipment	Owner	11.17
Vehicle	Owner	7.07
Construction in progress	Owner	67.97
<b>Total</b>		<b>697.09</b>

3.1.1 Land

Asset	Location	Area	Net value account (Million baht)	Ownership	Objective holding	Obligation
Land						
Samut Songkhram factory	No. 69/5, Moo 5, Rama 2 Road (Km. 71), Bang Khan Tae Subdistrict, Muang District Samut Songkhram Province	31 Rai 2 Ngan 29.4 sq.w.	6.43	Owner	Original feed mill currently not in use	Mortgage with Export-Import Bank of Thailand
Land in Chanthaburi Province	No. 2 / 50-51, Moo 2, Rak Sak Road, Tha Chang Subdistrict, Muang District, Chanthaburi Province	81.8 sq.w..	0.29	Owner	Not in use	-
Land in Phetchaburi Province	Tha Yang District, Phetchaburi Province	3 Ngan 49 sq.w.	0.75	Owner	Not in use	-
Total			7.47			

Asset	Location	Area	Net value account (Million baht)	Ownership	Objective holding	Obligation
Land (Investment property)						
Land for rent	No. 69/5, Moo 5, Rama 2 Road (Km. 71), Bang Khan Tae Subdistrict, Muang District Samut Songkhram Province	9 Rai 3 Ngan 18.30 sq.w.	7.01	Owner	Nippon Food Products Co., Ltd. Rent	Mortgage with Siam Commercial Bank Public Company Limited
Land is a coconut plantation	No. 69/5, Moo 5, Rama 2 Road (Km. 71), Bang Khan Tae Subdistrict, Muang District Samut Songkhram Province	9 Rai 16.70 sq.w.	2.72	Owner	Not in use	Mortgage with Siam Commercial Bank Public Company Limited
Land in Phatthalung Province	Pa Bon Sub-district, Pa Bon District, Phatthalung Province	4 Ngan 24 sq.w.	0.43	Owner	Not in use	-

Land in Phatthalung Province	Mae Khri Subdistrict, Tamot District, Phatthalung Province	2 Ngan 88.30 sq.w.	0.22	Owner	Not in use	-
Land in Chumphon Province	No. 119 / 11-12, Moo 3, Wang Phai Subdistrict, Muang District, Chumphon Province	4 Rai 61.70 sq.w.	4.50	Owner	For rent	-
Land in Surat Thani	No. 95/126, Moo 1, Liangmuang Road, Bang Kung Subdistrict, Muang District, Surat Thani Province	1 Rai 3 Ngan 105.8 sq.w.	12.85	Owner	Formerly used as a distribution center Currently, Triple T Broadband Public Company Limited has rented	Mortgage with Export-Import Bank of Thailand
<b>Total</b>			<b>27.73</b>			

### 3.1.2 Land improvement

Asset	Location	Area	Net value account (Million baht)	Ownership	Objective holding	Obligation
<b>Land improvement</b>						
Samut Songkhram factory	No. 69/5, Moo 5, Rama 2 Road (Km. 71), Bang Khan Tae Subdistrict, Muang District Samut Songkhram Province	-	4.98	Owner	-	-
Surat Thani Center	No. 95/126, Moo 1, Liangmuang Road, Bang Kung Subdistrict, Muang District, Surat Thani Province	-	0.24	Owner	-	-
Chanthaburi Center	No. 2 / 50-51, Moo 2, Rak Sak Road, Tha Chang Subdistrict, Muang District, Chanthaburi Province	-	0.07	Owner	-	-

Asset	Location	Area	Net value account (Million baht)	Ownership	Objective holding	Obligation
Chumphon Center	124 - 124 / 1-3, Moo 7, Tak Daet Subdistrict, Muang District, Chumphon Province	-	0.41	Owner	-	-
Total			5.70			

### 3.1.3 Buildings and building improvements

Asset	Location	Area	Net value account (Million baht)	Ownership	Objective holding	Obligation
<b>Building (investment property)</b>						
Surat Thani Center	No. 95/126, Moo 1, Liangmuang Road, Bang Kung Subdistrict, Muang District, Surat Thani Province	-	4.75	Owner	Formerly used as a distribution center Currently, Triple T Broadband Public Company Limited has rented	Mortgage with Export-Import Bank of Thailand
Chumphon Center	124-124 / 1-3, Moo 7, Tak District, Muang District, Chumphon Province	-	5.96	Owner	For rent	-
Samut Songkhram (cold storage)	No. 69/5, Moo 5, Rama 2 Road (Km. 71), Bang Khan Tae Subdistrict, Muang District Samut Songkhram Province	-	-	Owner	Nippon Food Products Co., Ltd. Rent	Mortgage with Siam Commercial Bank Public Company Limited
Total			10.71			

Asset	Location	Area	Net value account (Million baht)	Ownership	Objective holding	Obligation
<b>Building</b>						
Samut Songkhram factory	No. 69/5, Moo 5, Rama 2 Road (Km. 71), Bang Khan Tae Subdistrict, Muang District Samut Songkhram Province	-	7.50	Owner	-	Mortgage with Export-Import Bank of Thailand
Chanthaburi Center	No. 2 / 50-51, Moo 2, Rak Sak Road, Tha Chang Subdistrict, Muang District, Chanthaburi Province	-	0.13	Owner	-	-
<b>Total</b>			<b>7.63</b>			

Asset	Location	Area	Net value account (Million baht)	Ownership	Objective holding	Obligation
<b>Factory</b>						
Samut Songkhram factory	No. 69/5, Moo 5, Rama 2 Road (Km. 71), Bang Khan Tae Subdistrict, Muang District Samut Songkhram Province	-	1.87	Owner	-	Mortgage with Export-Import Bank of Thailand
<b>Total</b>			<b>1.87</b>			

### 3.1.4 Machinery and equipment

Asset	Location	Area	Net value account (Million baht)	Ownership	Objective holding	Obligation
<b>Machinery and equipment</b>						
Samut Songkhram factory	No. 69/5, Moo 5, Rama 2 Road (Km. 71), Bang Khan Tae Subdistrict, Muang District	-	0.45	Owner	Used to produce feed	-

	Samut Songkhram Province					
Total			0.45			

### 3.1.5 Furniture and office equipment

Asset	Location	Area	Net value account (Million baht)	Ownership	Objective holding	Obligation
<b>Furniture and office equipment</b>						
Phetchaburi Factory / Songkhla / Samut Songkhram	No. 62-62 / 1, Moo 2, Ro Pho Hospital, U- Taphao Road, Nong Chumphon Subdistrict, Khao Yoi District, Phetchaburi Province	-	0.42	Owner	-	-
Total			0.42			

### 3.1.6 Vehicle

Asset	Location	Area	Net value account (Million baht)	Ownership	Objective holding	Obligation
<b>Vehicle</b>						
Phetchaburi Factory / Songkhla / Samut Songkhram	No. 62-62 / 1, Moo 2, Ro Pho Hospital, U- Taphao Road, Nong Chumphon Subdistrict, Khao Yoi District, Phetchaburi Province	-	7.07	Owner	-	-
Total			7.07			

### 3.1.7 Construction in progress

Asset	Location	Area	Net value account (Million baht)	Ownership	Objective holding	Obligation
<b>Construction in progress</b>						
Bangkok Office (New)	3-storey home office building, room number	-	1.26	Owner	Rental space for pet food	-

	S 01 to S 08 (S01-S08), total 8 units, On Nut Road, Soi Sukhumvit 77, Bang Chak Subdistrict, Suan Luang District, Bangkok				business (PET CENTER) or full service pet center	
Total			1.26			

### 3.1.8 List of assets of subsidiaries

Asset	Location	Area	Net value account (Million baht)	Ownership	Objective holding	Obligation
<b>Land</b>						
Samut Songkhram Farm	Khao Yi San Sub- district, Amphawa District, Samut Songkhram Province	243 Rai 3 Ngan 15.15 sq.w.	7.01	Owner	Experimental farm	Mortgage with Siam Commercial Bank Public Company Limited
Phetchaburi factory	No. 62-62 / 1, Moo 2, Ro Pho Hospital, U- Taphao Road, Nong Chumphon Subdistrict, Khao Yoi District, Phetchaburi Province	58 Rai 2 Ngan 93 sq.w.	27.04	Owner	Used as a feed mill	Mortgage with Export- Import Bank of Thailand
Songkhla factory	No. 98 Moo 13, Bang Rieng Subdistrict, Khuan Niang District, Songkhla Province	49 Rai 3 Ngan 96 sq.w.	29.09	Owner	Animal feed mill	Mortgage with Export- Import Bank of Thailand
Factory pond treatment land, Petchaburi province	No. 62-62 / 1, Moo 2, Ro Pho Hospital, U- Taphao Road, Nong Chumphon Subdistrict, Khao Yoi District, Phetchaburi Province	5 Rai 3 Ngan 15.40 sq.w.	1.52	Owner	Making waste water treatment ponds and supporting rainwater	Mortgage with Export- Import Bank of Thailand
Sumo Power Company Limited	Japan	1,113 Sq.m.	11.49	Owner	Produce geothermal power	-
Total			76.15			



Asset	Location	Area	Net value account (Million baht)	Ownership	Objective holding	Obligation
<b>Land improvement</b>						
Phetchaburi factory	No. 62-62 / 1, Moo 2, Ro Pho Hospital, U-Taphao Road, Nong Chumphon Subdistrict, Khao Yoi District, Phetchaburi Province	-	7.87	Owner	-	-
Songkhla factory	98 Moo 13, Bang Riang Subdistrict, Khuan Niang District, Songkhla Province	-	8.13	Owner	-	-
Samut Songkhram Farm	Khao Yi San Sub-district, Amphawa District, Samut Songkhram Province	-	1.35	Owner	-	-
<b>Total</b>			<b>17.35</b>			

Asset	Location	Area	Net value account (Million baht)	Ownership	Objective holding	Obligation
<b>Building improvement</b>						
Phetchaburi factory	No. 62-62 / 1, Moo 2, Ro Pho Hospital, U-Taphao Road, Nong Chumphon Subdistrict, Khao Yoi District, Phetchaburi Province	-	12.19	Owner	-	Mortgage with Export-Import Bank of Thailand
Songkhla factory	98 Moo 13, Bang Riang Subdistrict, Khuan Niang District, Songkhla Province	-	25.37	Owner	-	Mortgage with Export-Import Bank of Thailand
Samut Songkhram Farm	Khao Yi San Sub-district, Amphawa District, Samut Songkhram Province	-	7.17	Owner	-	Mortgage with Siam Commercial Bank Public Company Limited



**P P PRIME**

Notice of Allocation of the Company's Newly Issued Ordinary Shares

P Green Energy Company Limited	Japan	-	0.41	Owner	Consulting, planning management About business	-
<b>Total</b>			<b>45.14</b>			

Asset	Location	Area	Net value account (Million baht)	Ownership	Objective holding	Obligation
<b>Factory</b>						
Phetchaburi factory	No. 62-62 / 1, Moo 2, Ro Pho Hospital, U-Taphao Road, Nong Chumphon Subdistrict, Khao Yoi District, Phetchaburi Province	-	44.63	Owner	-	Mortgage with Export-Import Bank of Thailand
Songkhla factory	98 Moo 13, Bang Rieng Subdistrict, Khuan Niang District, Songkhla Province	-	167.81	Owner	-	Mortgage with Export-Import Bank of Thailand
<b>Total</b>			<b>212.44</b>			

Asset	Location	Area	Net value account (Million baht)	Ownership	Objective holding	Obligation
<b>Machinery and equipment</b>						
Phetchaburi factory	No. 62-62 / 1, Moo 2, Ro Pho Hospital, U-Taphao Road, Nong Chumphon Subdistrict, Khao Yoi District, Phetchaburi Province	-	61.75	Owner	Used to produce feed food	-
Songkhla factory	98 Moo 13, Bang Rieng Subdistrict, Khuan Niang District, Songkhla Province	-	136.31	Owner	Used to produce feed food	-
Samut Songkhram Farm	Khao Yi San Sub-district, Amphawa District, Samut Songkhram Province	-	0.18	Owner	Farming farm	-

Total	198.24
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Asset	Location	Area	Net value account (Million baht)	Ownership	Objective holding	Obligation
<b>Furniture and office equipment</b>						
Phetchaburi factory	No. 62-62 / 1, Moo 2, Ro Pho Hospital, U-Taphao Road, Nong Chumphon Subdistrict, Khao Yoi District, Phetchaburi Province	-	10.68	Owner	-	-
P Green Energy Company Limited	Japan	-	0.07	Owner	Consulting, planning management About business	-
<b>Total</b>			<b>10.75</b>			

Asset	Location	Area	Net value account (Million baht)	Ownership	Objective holding	Obligation
<b>Construction in progress</b>						
P Green Energy Company Limited	Japan	-	66.71	Owner	Produce geothermal energy and wind energy	-
<b>Total</b>			<b>66.71</b>			

### 3.2 Trademark

The company owns the trademark "THAILUXE" for animal feed products. The trademark is registered with the Trademark Office. Department of Intellectual Property since 24 July 2009

### 3.3 Rental agreement

As at March 31, 2019, the Company has a lease agreement for land and buildings as follows:

	Counterparty	Rental period	Description
Thai Luxe Enterprise (Thailand) Co., Ltd.			
Apartment Yu Dee Place (Rent accommodation for employees)	Apartment Yu Dee Place	Every 3 months	

	(Ms. Sunee Sanantikanawong)		Contract as of January 1, 2019 - March 31, 2019
Mrs. Somat Kotrith (Rent accommodation for employees in Songkhla province)	Mrs. Somat Kotrith	1 year	Contract as of 1 January 2019 - 31 December 2019
Miss Jiratthikan Intanakul (Rent accommodation for employees in Songkhla province)	Miss Jiratthikan Intanakul	1 year	Contract as of 1 January 2019 - 31 December 2019

#### 4. Shareholders

The list of the first 10 major shareholders that appear in the book in the shareholders register book as of 24 May 2019 can be summarized as follows:

	Name of shareholders	Number of shares held	% held
1.	Total Jindasombatcharoen family	70,048,514	12.44
	1.1 Mr.Pongrak Jindasombatcharoen	42,388,504	7.53
	1.2 Mr.PongsapakJindasombatcharoen <sup>(1)</sup>	14,941,040	2.65
	1.3 Mr.Nopruj Jindasombatcharoen <sup>(1)</sup>	12,718,970	2.26
2.	Ms. Pawichaya Kanrangsi	43,356,811	7.70
3.	Mr. Prin Chanantaranont	29,710,984	5.28
4.	Mrs. Ananya Reangsakwichit	28,431,200	5.05
5.	Mr. Teera Kitticharurat	25,524,235	4.53
6.	Thai NVDR Co., Ltd. <sup>(1)</sup>	25,195,196	4.47
7.	Ms. Yuvadee Vachiraprapa	22,655,200	4.02
8.	Mr. Tanin Sajjariboon	18,075,100	3.21
9.	Mrs. Leena Wanawit	14,351,700	2.55
10.	AEC Securities Public Company Limited <sup>(2)</sup>	12,883,700	2.29
	<b>Total of the first 10 major shareholders</b>	<b>290,232,640</b>	<b>51.55</b>
11.	Other shareholders	272,818,047	48.45
	<b>Total</b>	<b>563,050,687</b>	<b>100.00</b>

Remark :

<sup>(1)</sup> Mr. Pongrak Jindasombatcharoen's son who have already reached legal age

<sup>(2)</sup> Name of the first 10 major shareholders of AEC Securities Public Company Limited, as of 15 March 2019

	Name of shareholders	Number of shares held	% held
1.	Mr. Praapon Milindachinda	288,400,000	23.56
2.	Ms. Yuvadee Vachiraprapa	98,944,500	8.08

3.	Mrs. Kingkan Samitanon	79,000,000	6.45
4.	Mrs. Ananya Reangsakwichit	65,327,600	5.34
5.	Miss Pimuda Sutthisong	43,000,000	3.51
6.	Mr. Thanet Panichewa	41,800,000	3.41
7.	Miss Narumon Mangthap	27,700,400	2.26
8.	Mr. Anurot Seneepakonkrai	25,000,000	2.04
9.	Mr. Suchai Chanwong Piya Bowon	22,381,400	1.83
10.	Mr. Sinsuan Sawangkun	21,209,900	1.73
	<b>Total of the first 10 major shareholders</b>	<b>712,763,800</b>	<b>58.21</b>

## 5. Board of Directors and Management Team

As of 14 June 2019, the company board's structure consists of Board of Directors and Sub-committee; Audit Committee / Executive Committee and Sustainable Development Committee

### 5.1 Board of Directors

As of 14 June 2019, the board of the company consists of 8 directors:

Name	Position
1. A.C.M. Pitthaporn Glinfueng	Chairman of the Board of Directors / Independent Director
2. Gen. Chaowarit Prapajit	Vice Chairman / Executive Committee Chairman / Investment Committee Chairman / Sustainable Development Committee Chairman
3. Dr. Denchai Akaradechachai	Director / Executive Committee
4. Mrs. Kanokwan Wannabuit	Director / Executive Committee / Sustainable Development Committee
5. Ms. Phatcharada Jutaprateep	Director / Executive Committee / Sustainable Development Committee
6. Pol.Col. Thienrath Vichiensan	Audit Committee Chairman / Independent Director
7. Mrs. Natee Chuansanit	Audit Committee / Independent Director
8. Mr. Theerawit Thanakijuntorn	Audit Committee / Independent Director

#### Authorized Directors

The authorized directors to execute and bind the company are Mrs. Kanokwan Wannabuit, or Ms. Phatcharada Jutaprateep, or Gen. Chaowarit Prapajit, or Mr. Denchai Akaradechachai by two out of the four directors executing with the company's seal.

### 5.2 Audit Committee

As of 14 June 2019, there are 3 members in Audit Committee

Name	Position
1. Pol.Col. Thienrath Vichiensan	Chairman of the Audit Committee

2.	Mrs. Natee Chuansanit	Audit Committee
3.	Mr. Theerawit Thanakijstorn	Audit Committee

### 5.3 Executive Committee

As of 14 June 2019, there are 5 members in Executive Committee

	Name	Position
1.	Gen. Chaowarit Prapajit	Chairman of the Executive Committee
2.	Dr. Denchai Akaradechachai	Executive Committee
3.	Mrs. Kanokwan Wannabuit	Executive Committee
4.	Ms. Phatcharada Jutaprteep	Executive Committee
5.	Mr. Praween Deekajonedej	Executive Committee

### 5.4 Sustainable Development Committee

As of 14 June 2019, there are 5 members in Sustainable Development Committee

	Name	Position
1.	Gen. Chaowarit Prapajit	Chairman of the Sustainable Development Committee
2.	Mrs. Kanokwan Wannabuit	Sustainable Development Committee
3.	Ms. Phatcharada Jutaprteep	Sustainable Development Committee
4.	Mr. Chanchai Nuchruane	Sustainable Development Committee
5.	Mr. Praween Deekajonedej	Sustainable Development Committee

### 5.5 Executives

As of 14 June 2019, the 4 Executives consist of:

	Name	Position
1.	Gen. Chaowarit Prapajit	Chief Executive Officer / Chief Marketing Officer and Chief Operation Officer
2.	Mr. Praween Deekajonedej	Acting Chief Financial Officer
3.	Mrs. Kanokwan Wannabuit	Chief Strategic Officer
4.	Ms. Phatcharada Jutaprteep	Chief Compliance and Corporate Secretary

## 6. Capital increase history over the past 3 years

Unit: Million Baht

Year	Registered capital before change	Change	Registered capital after change	Paid up capital before change	Change	Paid-up capital after change
2016	568.45	-	568.45	563.05	-	563.05
2017	568.45	-	568.45	563.05	-	563.05
2018	568.45	275.36 <sup>1/</sup>	843.81	563.05	-	563.05
2019	843.81	281.29 <sup>2/</sup>	1,126.10	563.05	- <sup>3/</sup>	563.05

Remark:

- 1/ The Extraordinary General Meeting of Shareholders No. 1/2018 on July 16, 2018 has the following significant resolutions:
    - a) Resolved to approve the reduction of the Company's registered capital in the amount of 5,400,833 baht from the original registered capital of 568,451,520 baht to the registered capital of 563,050,687 baht by cutting the registered ordinary shares that have not yet been issued, the amount of 5,400,833 shares, par value of 1 baht per share.
    - b) Resolved to approve the increase of the Company's registered capital in the amount of 280,762,672 baht from the original registered capital of 563,050,687 baht to be the registered capital of 843,813,359 baht by issuing not more than 280,762,672 new ordinary shares at a par value of 1 baht per share.
      - (1) Increase the capital of 140,762,672 baht by issuing 140,762,672 new ordinary shares at a par value of 1 baht per share to support the exercise of the warrants.
      - (2) Increase capital of 140,000,000 baht by issuing 140,000,000 new ordinary shares at a par value of 1 baht per share to support the conversion of convertible debentures.
  - 2/ The Annual General Meeting of Shareholders for the year 2019, on 24 April 2019, has the following significant resolutions:
    - a) Resolved to approve the reduction of the Company's registered capital in the amount of 280,762,672 baht from the original registered capital of 843,813,359 baht to the registered capital of 563,050,687 baht by cutting the registered ordinary shares that have not yet been issued, totaling 280,762,672 shares with a par value of 1 baht per share.
    - b) Resolved to approve the increase of the Company's registered capital in the amount of 281,525,344 baht from the original registered capital of 563,050,687 baht to be the registered capital of 844,576,031 baht by issuing not more than 281,525,344 ordinary shares at a par value of 1 baht per share to be offered to the holders. Original shares of the company According to the shareholding ratio (Rights Offering)
- Subsequently, the Extraordinary General Meeting of Shareholders No. 1/2562 on 10 June 2019 has the following significant resolutions.
- a) Approved the reduction of the registered capital of the Company in the amount of 281,525,344 baht from the original registered capital of 844,576,031 baht to be the registered capital of 563,050,687 baht by cutting the registered ordinary shares that have not yet been issued in the amount of 281,525,344 shares, par value of 1 baht
  - b) Resolved to approve the increase of the Company's registered capital in the amount of 563,050,688 baht from the original registered capital of 563,050,687 baht to the registered capital of 1,126,101,375 baht by issuing new ordinary shares in the amount of not more than 563,050,688 shares at the par value of 1 baht per share.
    - (1) Increase the capital of 281,525,344 baht by issuing 281,525,344 additional ordinary shares with a par value of 1 baht per share to offer to the existing shareholders of the company. According to the shareholding ratio (Rights Offering)
    - (2) Increase the capital of 281,525,344 baht by issuing 281,525,344 additional ordinary shares at a par value of 1 baht per share to support the exercise of warrants (PPPM-W4).
- 3/ The Board of Directors' Meeting No. 9/2562, held on 8 May 2019, passed a resolution to specify the offering period of not more than 281,525,344 newly issued ordinary shares at a par value of 1 baht per share to existing shareholders of the company. The According to the shareholding proportion (Rights Offering) as of the name as

of June 14, 2019, which is the date used to determine the list of shareholders who have the right to subscribe for newly issued ordinary shares (Record Date) at the ratio of 2 existing ordinary shares per 1 newly issued ordinary share (The fraction of shares will be discarded) (Excess rights reserved) at the offering price of 2.00 baht per share during 1 - 5 July 2019. If the Company is able to offer such newly issued ordinary shares to existing shareholders of The Company Get the whole amount will result in an increase in the paid-up capital after the change to 844,576,031 baht.

In addition, the Board of Directors Meeting No. 9/2562 on May 8, 2019 resolved to set the date for determining the list of shareholders who have the right to subscribe for warrants (PPPM-W4) (Record Date) on July 17, 2019, which will be allocated to the existing shareholders of the company (Including the existing shareholders who subscribe for the newly issued ordinary shares during 1 - 5 July 2019) at the ratio of 3 ordinary shares per 1 unit of warrants (The fraction of shares will be discarded) without charge. If the Company is able to offer such newly issued ordinary shares to the existing shareholders of the Company Get the whole amount and warrant holders To exercise the rights under the warrants To buy all newly issued shares Will result in the paid-up capital after the change is increased 1,126,101,375 baht.

## 7. History of dividend payment for the past 3 years

The company paid dividend is not less than 60% of net profit after tax, and also after the company's financial losses deduction and legal reserve

However, the company may pay dividends at a rate less than the rate specified, depending on the need for working capital for operations, expansion and other factors involved in the management of the company. The Board of Directors considered appropriate or appropriate and is for the best benefit of the company and shareholders during the past 3 years, the company has a history of paying dividends to shareholders as follows:

Year	2016	2017	2018
Net Profit Ratio Per Share (Baht)*	0.40	(0.19)	0.46
Dividend Ratio Per Share(Baht)	-	-	-

Remark: \* Net earnings per share from the separate financial statements

## 8. General information of the Subsidiary and the Associate

### 8.1 The Subsidiary

As of March 31, 2019, the Company's subsidiary the details can be summarized as follows.

Company Name	Type of Business	Established in the country	Paid Up Capital (Million baht)	% of Shareholder	Investment value (based on cost) (Million baht)
<b>The Subsidiary</b>					
Tluxe global business Company Limited	Distributing of aquafeed raw materials	Thailand	3.00	100	3.00



Company Name	Type of Business	Established in the country	Paid Up Capital (Million baht)	% of Shareholder	Investment value (based on cost) (Million baht)
Thluxe Power Company	Investment of Energy Business	Thailand	100.00	100	100.00
Thai Luxe Enterprise (Thailand) Company Limited	Operate aquatic feed production business and pet food	Thailand	629.70	100	789.39
P PRIME SINGAPORE PTE. LTD.	Investment of real estate projects	Singapore	0.03	100	0.03
<b>Subsidiary held by Thluxe Power Company</b>					
Thluxe Investments Limited	Investment of Energy Business	Republic of Mauritius	10.*	100	-
Origin Power Investment Co., Ltd.	Investment of Wind Energy Business	Republic of Mauritius	0.1*	100	-
<b>Subsidiary held by Thluxe Investments Limited</b>					
Thluxe Holdings Limited	Investment of Energy Business	Hong Kong	10*	100	-
Geothermal Power A Co., Ltd.	Investment of Energy Business	Hong Kong	10*	100	-
Geothermal Power B Co., Ltd.	Investment of Energy Business	Hong Kong	10*	100	-
<b>Subsidiary held by Origin Power Investment Co., Ltd.</b>					
Wind Power A Co., Ltd.	Investment of Wind Energy Business	Hong Kong	0.1*	100	-
<b>Subsidiary held by Thluxe Holdings Limited</b>					
Sumo Power Co., Ltd.	Geothermal power plant	Japan	1,000**	100	-
Beppu Tsurumi Onsen Geothermal Power Station No.1 Liaison Company	Geothermal power plant	Japan	10**	100	-
P Green Energy Co., Ltd.	Consultant and manage business	Japan	1,000**	100	-
<b>Subsidiary held by Geothermal Power A Co., Ltd.</b>					
Fino Binary Power Plant LLC.	Geothermal power plant	Japan	10**	100	-
NIS Binary Power Plant LLC.	Geothermal power plant	Japan	10**	100	-

Company Name	Type of Business	Established in the country	Paid Up Capital (Million baht)	% of Shareholder	Investment value (based on cost) (Million baht)
Lena Power Station No.1 LLC.	Geothermal power plant	Japan	5,000**	100	-
<b>Subsidiary held by Geothermal Power B Co., Ltd.</b>					
PPSN Co., Ltd.	Geothermal power plant	Japan	12,000**	100	-
SNS Power Co., Ltd.	Geothermal power plant	Japan	500**	100	-
Dual Energy Binary - Power Plant No.1 LLC.	Geothermal power plant	Japan	100**	100	-
<b>Subsidiary held by Sumo Power Co., Ltd.</b>					
Otomeyama Energy Co., Ltd	Geothermal power plant	Japan	500**	100	-
S-Power Co., Ltd.	Geothermal power plant	Japan	500**	100	-

Remark: \*Unit : Thousand USD

\*\*Unit : Thousand yen

## 8.2 The Associate

As of March 31, 2019, the associated company of the Company the details can be summarized as follows.

Company Name	Type of Business	Established in the country	Paid Up Capital (Thousand yen)	% of Shareholder
M – Luxe Energy Co., Ltd.*	Development real asset	Japan	10,000	25

Remark: \* Subsidiary held by TLuxe Power Company

## Part 3

## Financial summary Comparison of the past 3 years

Statements of Financial Position (Unit: Million baht)	Consolidated financial statements			
	Audited			Reviewed
	31 Dec 16	31 Dec 17	31 Dec 18	31 Mar 19
<b>Assets</b>				
<b>Current assets</b>				
Cash and cash equivalents	73.20	48.29	20.51	18.78
Current investments	1,775.08	418.69	0.03	0.03
Trade and other receivables	189.73	193.79	323.34	262.52
Short-term loans	-	-	-	99.37
Inventories	222.53	217.86	261.87	216.14
Other current assets	21.42	29.66	6.10	5.66
Held for sale	-	-	1,197.77	1,166.64
<b>Total current assets</b>	<b>2,281.96</b>	<b>908.28</b>	<b>1,809.61</b>	<b>1,769.15</b>
<b>Non - current assets</b>				
Investment in associate	0.53	-	-	-
Other long - term investments	5.45	858.93	323.61	377.95
Long - term loans	61.59	72.45	169.11	64.62
Investment properties	10.38	10.38	38.69	38.44
Property, plant and equipment	908.69	1,494.46	675.30	658.66
Goodwill	19.08	57.09	13.65	13.38
Other intangible assets	75.09	346.31	11.51	11.22
Deferred tax assets	43.13	39.78	89.71	75.62
Restricted bank deposits	7.72	7.80	7.87	7.90
Advances payment	144.64	181.85	195.72	194.41
Other non - current assets	11.04	10.46	5.11	7.14
<b>Total other non - current assets</b>	<b>1,287.35</b>	<b>3,079.49</b>	<b>1,530.27</b>	<b>1,449.32</b>
<b>Total assets</b>	<b>3,569.31</b>	<b>3,987.77</b>	<b>3,339.88</b>	<b>3,218.47</b>
<b>Liabilities</b>				
<b>Current liabilities</b>				
Short-term borrowings from financial	-	408.76	549.95	337.36
Trade and other current payables	120.75	163.94	297.77	226.60
Short-term borrowings	1.54	-	-	0.29
Long-term loans - due within 1 year	-	40.18	611.23	585.75
Debentures - portion due within 1 year	496.72	983.83	707.22	705.34
Current portion of long - term liabilities	0.92	1.87	2.04	1.88
Current income tax payable	0.12	2.86	0.08	7.28
Other current liabilities	10.02	6.27	4.72	4.89
Liabilities included in disposal groups classified as held for sale	-	-	128.83	121.42
<b>Total current liabilities</b>	<b>630.06</b>	<b>1,607.71</b>	<b>2,301.83</b>	<b>1,990.81</b>

Statements of Financial Position  (Unit: Million baht)	Consolidated financial statements			
	Audited			Reviewed
	31 Dec 16	31 Dec 17	31 Dec 18	31 Mar 19
<b>Non - current liabilities</b>				
Long-term loans - net of current portion due within 1 year	-	606.49	-	-
Debentures - net of the portion due within 1 year	979.06	258.98	199.45	403.17
Liabilities under long-term lease agreements - net of current portion due within 1 year	1.49	3.06	1.91	1.49
Deferred tax liabilities	127.68	120.97	4.25	5.79
Reserve long-term employee benefits	11.67	13.55	19.43	20.45
<b>Total non - current liabilities</b>	<b>1,119.91</b>	<b>1,003.05</b>	<b>225.03</b>	<b>430.90</b>
<b>Total liabilities</b>	<b>1,749.96</b>	<b>2,610.75</b>	<b>2,526.87</b>	<b>2,421.72</b>
<b>Shareholders' equity</b>				
Authorized share capital	568.45	568.45	843.81	843.81
Issued and paid share capital	563.05	563.05	563.05	563.05
Share premium - ordinary shares	489.12	489.12	489.12	489.12
Capital reserve for share-based payment	41.48	41.48	41.48	41.48
Retained earnings				
Appropriated - Legal reserve	56.85	56.85	56.85	56.85
Unappropriated	673.82	421.42	308.15	257.63
Other components of shareholders' equity	(4.98)	(194.90)	(645.64)	(611.38)
<b>Total shareholders' equity</b>	<b>1,819.35</b>	<b>1,377.02</b>	<b>813.01</b>	<b>796.75</b>
<b>Total liabilities and shareholders' equity</b>	<b>3,569.31</b>	<b>3,987.77</b>	<b>3,339.88</b>	<b>3,218.47</b>

Source: Consolidated financial statements of the company And subsidiaries with new improvements and reclassification of certain accounting items for consistent disclosure

Statement of Comprehensive income  (Unit: Million baht)	Consolidated financial statements			
	Audited			Reviewed
	2016	2017	2018	Q1/2019
<b>Revenues</b>				
Revenues from sales	1,511.29	1,822.33	2,060.98	512.08
Gain on investments in securities	649.05	4.82	1.60	1.23
Interest income	39.43	26.20	8.74	1.43
Gain on sales of investments in subsidiaries and associates	32.11	-	-	-
Profit on foreign exchange	-	-	-	13.04
Other revenues	8.31	22.17	50.14	2.18
<b>Total revenues</b>	<b>2,240.18</b>	<b>1,875.52</b>	<b>2,121.45</b>	<b>529.96</b>
<b>Expenses</b>				
Cost of sales	1,295.06	1,526.48	1,793.56	433.44
Cost of distributions	47.52	73.88	95.43	21.57
Administrative expenses	161.29	218.67	211.58	61.07
Loss from allowance for impairment of assets	71.10	15.10	-	-
Loss from impairment of goodwill	201.00	25.58	-	-
(Profit) Loss on foreign exchange	19.12	61.56	(2.12)	18.87
Expenses for the purchase of shares of subsidiaries	-	98.05	-	-
Finance costs	73.61	104.97	125.96	33.83

Total expenses	1,868.70	2,124.29	2,224.41	568.77
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Statement of Comprehensive income (Unit: Million baht)	Consolidated financial statements			
	Audited			Reviewed
	2016	2017	2018	Q1/2019
Share of profit (loss) from investments in associates	(15.45)	(0.61)	-	-
<b>Profit (loss) before income tax expenses</b>	<b>356.04</b>	<b>(249.38)</b>	<b>(102.96)</b>	<b>(38.81)</b>
Tax expenses (tax Income)	(116.32)	3.03	7.13	11.71
<b>Profit (loss) for the year from continuing operations</b>	<b>239.72</b>	<b>(252.41)</b>	<b>(110.08)</b>	<b>(50.52)</b>
<b>Discontinued operations</b>				
Loss for the year from discontinued operations	(7.40)	-	-	-
<b>Profit (loss) for the year</b>	<b>232.31</b>	<b>(252.41)</b>	<b>(110.08)</b>	<b>(50.52)</b>
<b>Other comprehensive income</b>				
<i>Items that may be reclassified in profit or loss later</i>				
Exchange differences on translation of financial statements of in foreign currency	(5.91)	(37.89)	6.97	(9.23)
Gain (loss) on changes in value of available - for - sale investments	6.21	(152.04)	(457.71)	43.49
<i>Items that will not be reclassified in profit or loss later</i>				
Profits (losses) from the measurement of new values of defined employee benefits	0.42	-	(3.18)	-
<b>Other comprehensive income (expense) for the year</b>	<b>0.72</b>	<b>(189.92)</b>	<b>(453.92)</b>	<b>34.27</b>
<b>Total comprehensive income (expense) for the year</b>	<b>233.03</b>	<b>(442.33)</b>	<b>(564.01)</b>	<b>(16.26)</b>
<b>Earning (Loss) per share (Baht: Shares)</b>	<b>0.42</b>	<b>(0.45)</b>	<b>(0.20)</b>	<b>(0.09)</b>

Source: Consolidated financial statements of the company And subsidiaries with new improvements and reclassification of certain accounting items for consistent disclosure

Cash Flows Statements (Unit: Million baht)	Consolidated financial statements			
	Audited			Reviewed
	31 Dec 16	31 Dec 17	31 Dec 18	31 Mar 19
Net cash provided by (used in) operating	125.33	9.65	(21.02)	13.89
Net cash provided by (used in) investing	(1,115.95)	(837.04)	272.16	1.38
Net cash provided by (used in) financing	989.20	803.25	(250.41)	(28.48)
Net cash and cash equivalents increase before effect of exchange rate	(1.42)	(24.14)	0.73	(13.21)
Effect of exchange rate to cash and cash	(19.96)	(0.77)	(10.74)	18.70
<b>Net in cash and cash equivalents increase</b>	<b>(21.39)</b>	<b>(24.91)</b>	<b>(10.01)</b>	<b>5.49</b>
Cash and cash equivalents at beginning of the period	108.49	73.20	48.29	20.51
Cash and cash equivalents from discontinued operations at the end of the period	(13.90)	-	(17.77)	(7.22)
<b>Cash and cash equivalents at ending of the</b>	<b>73.20</b>	<b>48.29</b>	<b>20.51</b>	<b>18.78</b>

Source: Consolidated financial statements of the company and subsidiaries

Financial Ratio	Consolidated financial statements			
	Audited			Reviewed
	31 Dec 16	31 Dec 17	31 Dec 18	31 Mar 19
Current ratio (times)	3.62	0.56	0.79	0.89
Receivable turnover (times)	9.65	10.31	8.23	7.39*

Financial Ratio	Consolidated financial statements			
	Audited			Reviewed
	31 Dec 16	31 Dec 17	31 Dec 18	31 Mar 19
Average collection period (days)	37.30	34.93	43.74	48.71*
Account payable turnover (times)	13.45	18.31	11.03	8.84*
Average payment period (days)	26.77	19.66	32.64	40.72*
Inventory turnover period (times)	4.42	6.93	7.48	7.25*
Holding period (days)	81.49	51.93	48.15	49.63*
Cash cycle (days)	92.02	67.20	59.25	57.62*
Gross profit margin (%)	14.31	16.23	12.98	15.36
Net profit (loss) margin (%)	10.37	(13.46)	(5.19)	(9.53)
Return on equity (%)	13.61	(15.79)	(10.05)	(25.11)*
Return on assets (%)	7.90	(6.68)	(3.00)	(6.16)*
Debt to Equity ratio (times)	0.96	1.90	3.11	3.04
Basic earning (losses) per share (baht)	0.41	(0.45)	(0.20)	(0.09)

Remark: \* Adjust the data to a rate per year (Annualization) for comparison

เลขที่ใบจอง / Subscription No .....

**ใบจองซื้อหุ้นสามัญเพิ่มทุนของบริษัท พีที โพร้ม จำกัด (มหาชน)**

**PP PRIME**

**Subscription Form for New Ordinary Shares of PP Prime Public Company Limited**

การเสนอขายหุ้นสามัญเพิ่มทุนจำนวน 281,525,344 หุ้น มูลค่าที่ตราไว้หุ้นละ 1.00 บาท ให้แก่ผู้ถือหุ้นเดิมในอัตรา 2 หุ้นสามัญเดิมมีสิทธิจองซื้อหุ้นสามัญเพิ่มทุนใหม่ได้ 1 หุ้น (อัตราส่วน 2:1) (จองซื้อเกินสิทธิได้) ราคาจองซื้อหุ้นละ 2.00 บาท Offering 281,525,344 New Ordinary Shares ("the Shares") with a par value of Baht 1.00 per share to the existing shareholders at a ratio of 2 existing shares for 1 new shares (Oversubscription is allowed) at the offering price of Baht 2.00 per share

วันที่จองซื้อ / Date  1 กรกฎาคม 2562 / 1 July 2019  2 กรกฎาคม 2562 / 2 July 2019  3 กรกฎาคม 2562 / 3 July 2019  4 กรกฎาคม 2562 / 4 July 2019  5 กรกฎาคม 2562 / 5 July 2019

**ข้อมูลผู้จองซื้อหุ้น โปรดกรอกข้อความในช่องด้านล่างนี้ให้ครบถ้วน ชัดเจน ตัวบรรจง (Subscriber's details – please fill in the completed information)**

ชื่อ/Name  นาย/Mr.  นาง/Mrs.  นางสาว/Ms.  นิติบุคคล/Corporate ..... เลขทะเบียนผู้ถือหุ้น/Shareholder's Registrar No .....  
 บุคคลธรรมดาสัญชาติไทย เลขประจำตัวประชาชน/Natural Person of Thai Nationality ID Card No. ....  บุคคลธรรมดาสัญชาติต่างดาว เลขที่ใบต่างดาว/หนังสือเดินทาง/Natural Person of Alien Nationality Alien Card/ Passport No. ....  
 นิติบุคคลสัญชาติไทย เลขทะเบียนนิติบุคคล/Juristic Person of Thai Nationality Company Registration No. ....  นิติบุคคลสัญชาติต่างดาว เลขทะเบียนนิติบุคคล/Juristic Person of Alien Nationality Company Registration No. ....  
 ที่อยู่ให้เป็นไปตามที่ปรากฏในฐานข้อมูลผู้ถือหุ้นของบริษัท ณ วันกำหนดรายชื่อผู้ถือหุ้นที่มีสิทธิในการจองซื้อหุ้นสามัญเพิ่มทุนตามสัดส่วนการถือหุ้น (Record Date) (วันที่ 14 มิถุนายน 2562) ซึ่งบริษัทฯ ได้รับจากบริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด ("ฐานะข้อมูลผู้ถือหุ้นของบริษัท") / Shareholders database in accordance with the share register book (Record Date) as of 14 June 2019 that the Company has obtained from Thailand Securities Depository Co., Ltd. ("Company's Shareholders' Database")  
 โทรศัพท์ที่ติดต่อได้ / Telephone No. ....  
 ข้าพเจ้า/ฉัน/เรามาจองซื้อหุ้นของบริษัท ณ วันกำหนดรายชื่อผู้ถือหุ้นที่มีสิทธิในการจองซื้อหุ้นสามัญเพิ่มทุนตามสัดส่วนการถือหุ้น (Record Date) ในวันที่ 14 มิถุนายน 2562 จำนวน ..... หุ้น  
 According to the Share Register Book (Record Date) as of 14 June 2019, I/We own ..... shares  
 มีสิทธิในการจองซื้อหุ้นสามัญเพิ่มทุนของบริษัท จำนวน / and have the rights to subscribe for the ordinary shares of the Company for ..... หุ้น / shares  
 มีความประสงค์ขอจองซื้อและขอให้จัดสรรหุ้นสามัญที่ออกใหม่ของบริษัทฯ ดังนี้ / Hereby subscribe for and request allotment of new ordinary shares of the Company as follows

ประเภทการจองซื้อ / Subscription Type	จำนวนหุ้นที่จองซื้อ (หุ้น) / No. of shares subscribed (shares)	ราคาเสนอขาย (บาทต่อหุ้น) / Offering Price (Baht per share)	รวมเป็นจำนวนเงินทั้งสิ้น (บาท) / Amount (Baht)
<input type="checkbox"/> จองซื้อน้อยกว่าสิทธิ / Subscription for less than the right		2.00	
<input type="checkbox"/> จองซื้อตามสิทธิทั้งจำนวน / Subscription for full right		2.00	
<input type="checkbox"/> จองซื้อเกินสิทธิ (เฉพาะส่วนที่เกิน) / Subscription in excess of the right (only excess portion)		2.00	
<b>รวม / Total</b>			

หากข้าพเจ้าได้รับการจัดสรรหุ้นสามัญเพิ่มทุนดังกล่าวแล้ว ข้าพเจ้าตกลงให้ดำเนินการดังต่อไปนี้ (ผู้จองซื้อหุ้นโปรดเลือกวิธีใดวิธีหนึ่งเท่านั้น)  
 If the shares are allotted to me/us, I/We hereby agree and instruct the Company to proceed as follows (Please mark in front of your choice)  
 นำหุ้นเข้าบัญชีซื้อขายหลักทรัพย์ของตนเอง โดยให้ออกหุ้นสำหรับหุ้นที่ได้รับการจัดสรรในนามของ "บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด เพื่อผู้ฝาก" และดำเนินการให้บริษัทหลักทรัพย์ ..... สมาชิกผู้ฝากเลขที่ ..... (โปรดระบุ ชื่อ และ หมายเลขสมาชิกผู้ฝากตามที่ปรากฏด้านหลังใบจองซื้อหุ้นฉบับนี้) นำหุ้นเข้าฝากไว้กับ บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด เพื่อบัญชีซื้อขายหลักทรัพย์ ซึ่งข้าพเจ้ามีอยู่กับบริษัทนี้ ณ บัญชีเลขที่ ..... (ชื่อผู้จองซื้อต้องตรงกับชื่อบัญชีซื้อขายหลักทรัพย์)  
 Issue the allotted shares in the name of "Thailand Securities Depository Company Limited for Depositors" and have (name of broker) ..... Participant No. .... (Please specify name and participant number from the list as shown on the back of this form), deposit the said shares with Thailand Securities Depository Company Limited for my/our securities trading account no. .... (The subscriber's name must correspond with the trading account name, otherwise the securities will be issued as a share certificate in the subscriber's name)  
 นำหุ้นเข้าฝากบัญชีของบริษัทผู้ออกหลักทรัพย์ โดยให้ออกหุ้นสำหรับหุ้นที่ได้รับการจัดสรรในนามของ "บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) เพื่อผู้ฝาก" และนำหุ้นเข้าฝากไว้กับบริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด โดยเข้าบัญชีของบริษัทผู้ออกหลักทรัพย์ สมาชิกผู้ฝากเลขที่ 600 เพื่อข้าพเจ้า ทั้งนี้ ผู้จองซื้อต้องยกเอกสารเพิ่มเติมประกอบการจองหลักทรัพย์เฉพาะผู้ประสงค์นำหลักทรัพย์เข้าบัญชีบริษัทผู้ออกหลักทรัพย์ (Issuer Account) และเอกสารตรวจสอบสถานะ FATCA ให้ครบถ้วน และยื่นพร้อมใบจองซื้อหุ้นฉบับนี้ (การถอนเป็นไปในนามภายหลัง ผู้จองซื้อต้องเสียค่าธรรมเนียมตามที่ บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด กำหนด)  
 Issue the allotted shares in the name of "Thailand Securities Depository Company Limited for Depositors" and deposit the said shares with Thailand Securities Depository Company Limited under the issuer account number 600 for my/our name. The subscriber must fill in additional details for depositing shares in Issuer's Account No. 600 and FATCA documents and submit together with this subscription form (For issuing a share certificate later, subscriber will be subject to a fee specified by Thailand Securities Depository Company Limited)  
 แยกใบไปหุ้น (Script) ให้ออกไปหุ้นสำหรับหุ้นที่ได้รับการจัดสรรในนามของข้าพเจ้า และส่งไปหุ้นให้กับข้าพเจ้าตามชื่อและที่อยู่ ที่ระบุไว้ในทะเบียนผู้ถือหุ้นทางไปรษณีย์ลงทะเบียน โดยข้าพเจ้าอาจได้รับใบหุ้นภายหลังจากที่ตลาดหลักทรัพย์แห่งประเทศไทยรับหุ้นสามัญเพิ่มทุนดังกล่าวเข้าเป็นหลักทรัพย์จดทะเบียนและออกใบจองให้ทำการซื้อขายได้ในตลาดหลักทรัพย์แห่งประเทศไทย  
 Issue a share certificate in my/our name and deliver it to me/us as per the name and address specified in the shareholder register by registered mail. I/We agree that I/we may obtain the share certificate after the Stock Exchange of Thailand has approved the listing of the said new ordinary shares and the trading thereof in the Stock Exchange of Thailand.  
 พร้อมกันนี้ ข้าพเจ้านำส่งเงินค่าจองซื้อหุ้นสามัญดังกล่าว โดย I/We enclose herewith my/our payment by  
 การโอนเงินผ่านระบบ Bill Payment ธนาคารกรุงเทพ จำกัด (มหาชน) / Transfer the payment through Bill Payment System Bangkok Bank Public Company Limited Service Code: AECS ชื่อบัญชี "บมจ.หลักทรัพย์ เออีซี" เพื่อจองซื้อหุ้นสามัญเพิ่มทุน / Account Name "AEC Securities Public Co., Ltd. for Subscription"  
 เช็ค/Cheque  แคชเชียร์เช็ค/Cashier Cheque  ดราฟท์/Draft โดยนำฝากผ่านระบบ Bill Payment ธนาคารกรุงเทพ จำกัด (มหาชน) / Transfer the payment through Bill Payment System Bangkok Bank Public Company Limited Service Code: AECS ภายในเวลา 12.00 น. ของวันที่ 3 กรกฎาคม 2562 / within 12.00 p.m. of 3 July 2019  
 ส่งจ่าย "บมจ.หลักทรัพย์ เออีซี" เพื่อจองซื้อหุ้นสามัญเพิ่มทุน / payable to "AEC Securities Public Co., Ltd. for Subscription"  
 เลขที่เช็ค/Cheque No. .... วันที่/Date ..... ธนาคาร/Bank ..... สาขา/Branch .....

ในกรณีที่ข้าพเจ้าไม่ได้รับจัดสรรหรือได้รับการจัดสรรไม่ครบตามจำนวนที่จองซื้อ ข้าพเจ้าตกลงให้ดำเนินการคืนเงินค่าจองซื้อ หรือเงินส่วนค่าจองซื้อ เข้าบัญชีข้าพเจ้า ธนาคาร ..... สาขา ..... เลขบัญชี ..... (โปรดแนบสำเนาสมุดบัญชีเงินฝากธนาคารนำประเภทออมทรัพย์หรือกระแสรายวันเท่านั้น พร้อมลงนามรับรองสำเนาถูกต้อง และชื่อบัญชีต้องเป็นชื่อเดียวกับชื่อผู้จองซื้อหลักทรัพย์เท่านั้น)  
 If I/we have not been allotted the shares or have been allotted lower than the subscription amount, I/we agree to have the payment or excess payment returned to my/our account off bank ..... Branch ..... No. .... (Please enclose the copy of the front page of saving or current account book certified to be true copy and the name on the book must be the subscriber's name)  
 ข้าพเจ้าขอรับรองและตกลงว่าจะจองซื้อหุ้นสามัญเพิ่มทุนดังกล่าว และจะไม่ยกเลิกการจองซื้อหุ้นเพิ่มทุนนี้ แต่หากข้าพเจ้าไม่ประสงค์นำหุ้นสามัญเพิ่มทุนที่ได้กองขายและยึดครบถ้วนและเอกสารประกอบการจองซื้อที่ถูกต้องเรียบร้อย พร้อมเช็ค/แคชเชียร์เช็ค/ดราฟท์/ไปรษณีย์ มาถึงบริษัทฯ ภายในระยะเวลาการจองซื้อ หรือ หาก เช็ค/แคชเชียร์เช็ค/ดราฟท์ ที่ส่งจ่ายแล้วนั้นไม่ผ่านการเรียกเก็บ ให้ถือว่าข้าพเจ้าสละสิทธิในการจองซื้อหุ้นสามัญเพิ่มทุน  
 I/We hereby undertake to buy the said shares in the number allotted by the Company and shall not revoke this subscription. If I/we do not return this duly completed subscription form and the supporting documents for share subscription together with Cheque/Cashier Cheque/Draft/Pay-in slip or the Cheque/Cashier Cheque/Draft has not been honored within the subscription period, it may be deemed that my/our subscription rights have not exercised.

การลงทุนในหุ้นย่อมมีความเสี่ยง ผู้จองซื้อควรศึกษาข้อมูลในสารสนเทศอย่างรอบคอบก่อนตัดสินใจจองซื้อหุ้น  
 Please be aware that there is a risk involved in securities investment and make sure that you have thoroughly studied all information before deciding on the share subscription  
 ลงชื่อ ..... ผู้จองซื้อ / Subscriber  
 (.....)

**หลักฐานการรับฝากการจองซื้อหุ้นสามัญเพิ่มทุน / Receipt for Subscription for Right Issued Shares (ผู้จองซื้อ โปรดกรอกข้อความในส่วนนี้ด้วย / This section must be filled by the Subscriber)**

วันที่จองซื้อ / Date  1 กรกฎาคม 2562 / 1 July 2019  2 กรกฎาคม 2562 / 2 July 2019  3 กรกฎาคม 2562 / 3 July 2019  4 กรกฎาคม 2562 / 4 July 2019  5 กรกฎาคม 2562 / 5 July 2019 เลขที่ใบจอง / Subscription No .....  
 บริษัท พีที โพร้ม จำกัด (มหาชน) ได้รับเงินจาก (ชื่อตามใบจอง) / PP Prime Public Company Limited received money from (name of subscriber) .....  
 เพื่อจองซื้อหุ้นสามัญของบริษัทฯ ในราคาหุ้นละ 2.00 บาท / For a subscription of new ordinary shares of the Company at Baht 2.00 per share  
 จำนวน / No. of shares ..... หุ้น / shares รวมเป็นเงิน / Amount ..... บาท / Baht โดยชำระเป็น / made payable by  
 เงินโอน/Cash Transfer  เช็ค/Cheque  แคชเชียร์เช็ค/Cashier Cheque  ดราฟท์/Draft เลขที่เช็ค/Cheque No. .... วันที่/Date ..... ธนาคาร/Bank ..... สาขา/Branch .....  
 ผ่านระบบ Bill Payment ธนาคารกรุงเทพ จำกัด (มหาชน) / through Bill Payment System Bangkok Bank Public Company Limited Service Code: AECS  
 นำหุ้นเข้าบัญชีซื้อขายหลักทรัพย์ของตนเอง โดยออกไปหุ้นในนามบริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด เพื่อผู้ฝาก / Issue a share certificate in the name of TSD and deposit the share with TSD in the issuer account no. 600  
 เลขที่สมาชิกผู้ฝาก / Participant No. .... เลขที่บัญชีซื้อขายหลักทรัพย์ / Securities Trading Account No. ....  
 นำหุ้นเข้าฝากบัญชีของบริษัทผู้ออกหลักทรัพย์ สมาชิกผู้ฝากเลขที่ 600 ในนาม บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด เพื่อข้าพเจ้า / Issue a share certificate in the name of TSD and deposit the share with TSD in the issuer account no. 600  
 แยกใบไปหุ้น (Script) ออกเป็นใบหุ้นในนามผู้จองซื้อ / Issue the share certificate in the name of subscriber  
 ในกรณีที่ข้าพเจ้าไม่ได้รับจัดสรรหรือได้รับการจัดสรรไม่ครบตามจำนวนที่จองซื้อ ข้าพเจ้าตกลงให้ดำเนินการคืนเงินค่าจองซื้อ หรือเงินส่วนค่าจองซื้อ โดยโอนเงินเข้าบัญชีข้าพเจ้า  
 If I/we have not been allotted the shares or have been allotted lower than the subscription amount, I/we agree to have the payment or excess payment returned to my/our account of ธนาคาร / Bank ..... สาขา / Branch ..... เลขบัญชี / Account No. ....  
 เจ้าหน้าที่ผู้มีมอบอำนาจ / Authorized Officer .....

หมายเหตุ: หากผู้จองซื้อประสงค์จะเปลี่ยนแปลงที่อยู่ให้ไว้ โปรดแจ้งกรมการทะเบียนโดยตรง และจัดส่งไปรษณีย์หลักฐานการรับฝากหุ้น บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด เลขที่ 93 อาคารตลาดหลักทรัพย์แห่งประเทศไทย ถนนรัชดาภิเษก แขวงดินแดง เขตดินแดง กรุงเทพฯ 10400 โทร. 0-2009-9000

Note: If the subscriber intends to change his/her/their address given, please directly inform and make the correction with the registrar and send to securities operation department of Thailand Securities Depository Company Limited, address no. 93 the Stock Exchange of Thailand Building, Ratchadaphisek Road, Dindaeng, Dindaeng, Bangkok 10400 Tel.. 0-2009-9000

BROKER			
Participant No.	Company Name	Participant No.	Company Name
002	บริษัทหลักทรัพย์ทิสโก้ จำกัด TISCO SECURITIES COMPANY LIMITED	032	บริษัทหลักทรัพย์เคทีบี (ประเทศไทย) จำกัด (มหาชน) KTB SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
003	บริษัทหลักทรัพย์ คันทรีกรุ๊ป (มหาชน) จำกัด COUNTRY GROUP SECURITIES PUBLIC CO., LTD.	034	บริษัทหลักทรัพย์ฟิสิกส์ (ประเทศไทย) จำกัด (มหาชน) PHILLIP SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
004	บริษัทหลักทรัพย์ ดีบีวีเคอร์ส (ประเทศไทย) จำกัด DBS VICKERS SECURITIES (THAILAND) CO., LTD.	038	บริษัทหลักทรัพย์เออีซี จำกัด (มหาชน) AEC SECURITIES PUBLIC COMPANY LIMITED
005	บริษัทหลักทรัพย์แลนด์ แอนด์ เฮ้าส์ จำกัด (มหาชน) LAND AND HOUSES SECURITIES PUBLIC COMPANY LIMITED	048	บริษัทหลักทรัพย์ไอวา จำกัด (มหาชน) AIRA SECURITIES PUBLIC COMPANY LIMITED
006	บริษัทหลักทรัพย์ ฟัทรา (มหาชน) จำกัด PHATRA SECURITIES PUBLIC COMPANY LIMITED	050	บริษัทหลักทรัพย์ เอเอสแอล จำกัด ASL SECURITIES COMPANY LIMITED
007	บริษัทหลักทรัพย์ซีจีเอส-ซีไอเอ็มบี (ประเทศไทย) จำกัด CGS-CIMB SECURITIES (THAILAND) COMPANY LIMITED	051	บริษัทหลักทรัพย์เอสบีไอ ไทย ออนไลน์ จำกัด SBI THAI ONLINE SECURITIES COMPANY LIMITED
008	บริษัทหลักทรัพย์ เอเชีย พลัส จำกัด ASIA PLUS SECURITIES COMPANY LIMITED	052	บริษัทหลักทรัพย์จีเอ็มโอ-ซัดคอม (ประเทศไทย) จำกัด GMO-Z COM SECURITIES (THAILAND) LIMITED
010	บริษัทหลักทรัพย์เมอร์ริล ลินช์ (ประเทศไทย) จำกัด MERRILL LYNCH SECURITIES (THAILAND) LIMITED	200	บริษัทหลักทรัพย์ เมย์แบงก์กิมเอ็ง (ประเทศไทย) จำกัด (มหาชน) MAYBANK KIM ENG SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
011	บริษัทหลักทรัพย์ กสิกรไทย จำกัด (มหาชน) KASIKORN SECURITIES PUBLIC COMPANY LIMITED	211	บริษัทหลักทรัพย์ยูบีเอส (ประเทศไทย) จำกัด UBS SECURITIES (THAILAND) LTD.
013	บริษัทหลักทรัพย์ เคจีไอ (ประเทศไทย) จำกัด (มหาชน) KGI SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	213	บริษัทหลักทรัพย์เอเชีย เวลท์ จำกัด ASIA WEALTH SECURITIES COMPANY LIMITED
014	บริษัทหลักทรัพย์ โนมูระฟิแนนเชียล จำกัด (มหาชน) CAPITAL NOMURA SECURITIES PUBLIC COMPANY LIMITED	221	บริษัทหลักทรัพย์ เมอร์ชันทพาร์ตเนอร์ส จำกัด (มหาชน) MERCHANT PARTNERS SECURITIES PUBLIC COMPANY LIMITED
015	บริษัทหลักทรัพย์ คิงส์ฟอร์ด จำกัด (มหาชน) KINGSFORD SECURITIES PUBLIC COMPANY LIMITED	224	บริษัทหลักทรัพย์บัวหลวง จำกัด (มหาชน) BUALUANG SECURITIES PUBLIC COMPANY LIMITED
016	บริษัทหลักทรัพย์ธนาชาต จำกัด (มหาชน) THANACHART SECURITIES PUBLIC COMPANY LIMITED	225	บริษัทหลักทรัพย์ซี แล เอส เอ (ประเทศไทย) จำกัด CLSA SECURITIES (THAILAND) LTD.
019	บริษัทหลักทรัพย์ หยวนต้า (ประเทศไทย) จำกัด YUANTA SECURITIES (THAILAND) COMPANY LIMITED	229	บริษัทหลักทรัพย์เจพีเอ็มออร์แกน (ประเทศไทย) จำกัด JPMORGAN SECURITIES (THAILAND) LIMITED
022	บริษัทหลักทรัพย์ ทรินิตี้ จำกัด TRINITY SECURITIES CO., LTD.	230	บริษัทหลักทรัพย์ โกลเบล็ก จำกัด GLOBLEX SECURITIES COMPANY LIMITED
023	บริษัทหลักทรัพย์ไทยพาณิชย์ จำกัด SCB SECURITIES COMPANY LIMITED	244	บริษัทหลักทรัพย์ แมคควารี (ประเทศไทย) จำกัด MACQUARIE SECURITIES (THAILAND) LIMITED
026	บริษัทหลักทรัพย์ยูโอบีเคียฮัน (ประเทศไทย) จำกัด (มหาชน) UOB KAY HIAN SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	247	บริษัทหลักทรัพย์ เครดิต สวิส(ประเทศไทย) จำกัด CREDIT SUISSE SECURITIES (THAILAND) LTD.
027	บริษัทหลักทรัพย์อาร์เอชบี (ประเทศไทย) จำกัด (มหาชน) RHB SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	248	บริษัทหลักทรัพย์ เคทีซีมิไอ จำกัด KT ZMICO SECURITIES COMPANY LIMITED
029	บริษัทหลักทรัพย์กรุงศรี จำกัด (มหาชน) KRUNGRI SECURITIES PUBLIC COMPANY LIMITED	924	บริษัทหลักทรัพย์ฟินเนเซีย ไชวรี จำกัด (มหาชน) FINANSIA SYRUS SECURITIES PUBLIC COMPANY LIMITED
030	บริษัทหลักทรัพย์ ไอวีโกลบอล จำกัด (มหาชน) I V GLOBAL SECURITIES PUBLIC COMPANY LIMITED		
SUB-BROKER			
Participant No.	Company Name	Participant No.	Company Name
236	ธนาคาร ทิสโก้ จำกัด (มหาชน) TISCO BANK PUBLIC COMPANY LIMITED	243	บริษัทหลักทรัพย์เพื่อธุรกิจหลักทรัพย์ จำกัด (มหาชน) TSFC SECURITIES PUBLIC COMPANY LIMITED
242	บริษัทหลักทรัพย์ ซิตี้คอร์ป (ประเทศไทย) จำกัด CITICORP SECURITIES (THAILAND) LIMITED	245	ธนาคารธนาชาต จำกัด (มหาชน) THANACHART BANK PUBLIC COMPANY LIMITED
CUSTODIAN			
Participant No.	Company Name	Participant No.	Company Name
301	ธนาคารซีทีบีแบงก์เอ็น.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 COMPANY LIMITED	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) (คัสโตเดียน) TFSC SECURITIES PUBLIC COMPANY LIMITED - CUSTODIAN
304	ธนาคารฮ่องกงและเซี่ยงไฮ้แบงกิง คอร์ปอเรชั่น จำกัด THE HONGKONG AND SHANGHAI BANKING CORPORATION, LTD. BKK.	336	ธนาคารเกียตตินันท์ จำกัด (มหาชน) KIATNAKIN BANK PUBLIC COMPANY LIMITED
305	ธนาคารกรุงไทย จำกัด (มหาชน) THE KRUNG THAI BANK PUBLIC COMPANY LIMITED	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 COMPANY LIMITED	340	ธนาคาร เจพีเอ็มออร์แกน เซส (เพื่อตราสารหนี้) JPMORGAN CHASE BANK (BOND TRADING)
316	ธนาคารไอซีบีซี (ไทย) จำกัด (มหาชน) INDUSTRIAL AND COMMERCIAL BANK OF CHINA (THAI) PUBLIC COMPANY LIMITED	343	ธนาคารซีไอเอ็มบี ไทย จำกัด (มหาชน) CIMB THAI BANK PUBLIC COMPANY LIMITED
320	ธนาคารดอยช์แบงก์ เอชอี สาขากรุงเทพ - ผู้รับฝากทรัพย์สิน DEUTSCHE BANK AKTIENGESELLSCHAFT BANGKOK BRANCH - CUSTODY SERVICES	345	ธนาคารธนาชาต จำกัด (มหาชน) THANACHART BANK PUBLIC COMPANY LIMITED
328	ธนาคารกรุงศรีอยุธยา จำกัด (มหาชน) BANK OF AYUDHYA PUBLIC COMPANY LIMITED	425	ธนาคารกรุงไทย จำกัด (มหาชน) (เพื่อลูกค้า) KRUNG THAI BANK PUBLIC COMPANY LIMITED (FOR CUSTOMER)



Stamp  
duty  
THB 30

**POWER OF ATTORNEY**

**FOR THE SUBSCRIPTION OF THE NEWLY ISSUED ORDINARY SHARES**

Written at \_\_\_\_\_

Date \_\_\_\_\_

I/We \_\_\_\_\_ (the "Principal") Nationality \_\_\_\_\_  
 National ID card/ Passport/ Company registration number \_\_\_\_\_  
 Residing at \_\_\_\_\_ Road / Street \_\_\_\_\_ Sub-  
 district \_\_\_\_\_ District \_\_\_\_\_ City /  
 Province \_\_\_\_\_ Postcode \_\_\_\_\_

As a holder of ordinary and/or preferred shares of PP Prime Public Company Limited (the "Company") on the date of the list of shareholders who have the right to subscribe for the newly issued ordinary shares (Record Date) on June 14, 2019, the amount \_\_\_\_\_ shares, who is entitled to subscribe for \_\_\_\_\_ newly issued ordinary shares as set out in the Certificate of Subscription Entitlement for Newly Issued Ordinary Shares issued by Thailand Securities Depository Co., Ltd.

Hereby designate Mr./Mrs./Miss \_\_\_\_\_ Age \_\_\_\_\_ years  
 National ID card/ Passport number \_\_\_\_\_ Residing at \_\_\_\_\_ Road / Street  
 \_\_\_\_\_ Sub-district \_\_\_\_\_ District \_\_\_\_\_ City / Province  
 \_\_\_\_\_ Postcode \_\_\_\_\_ ("the "Attorney-in-fact") my attorney-in-fact, to subscribe for the newly issued ordinary shares of the Company in the number of \_\_\_\_\_ shares, including to execute, amend, or add information in the subscription form, to pay subscription price and to undertake any other acts relating to the subscription of the newly issued ordinary shares on my behalf until it is complete.

Any actions undertaken by the Attorney-in-fact under this Power of Attorney shall be deemed as they were undertaken myself/ourselves.

Signed \_\_\_\_\_ Principle  
 ( \_\_\_\_\_ )

Signed \_\_\_\_\_ Attorney-in-fact  
 ( \_\_\_\_\_ )





Additional documents in support of subscription for securities only for those wishing to deposit them into the Issuer Account



### U.S. Indicia Checklist (Individual & Juristic Person)

Only for shareholder wishing to deposit securities into the Issuer Account

Date.....

I / We.....

ID Card / Passport / Juristic Person Registration No.....

**For Individual**

- 1. I was born in the United States of America (U.S.A.)  Yes\*  No
- 2. I am a U.S. citizen or I have the second nationality as the U.S.  Yes\*  No
- 3. I have permanent residence in U.S.A.  Yes\*  No

***If your answer(s) is/are "Yes" in any of the above answers, you are defined as "the U.S. Indicia" under FATCA. TSD therefore reserves the rights not to deposit your securities into the Issuer Account. Please select other methods of securities holding.***

**For Juristic person**

- 1. Registered in U.S.A.  Yes \*  No
- 2. Is a financial institution under FATCA  Yes \*  No  
 If "Yes", please enter GIIN No.  and specify type  PFFI  RDCFFI
- 3. Is an entity with investment income / indirect income of 50% or more of total income,  Yes \*  No  
 or having income-generating properties gaining 50% or more of total assets  
 in the latest accounting period.

***If your answer(s) is/are "Yes" in #1 and/or #3, you are defined as "the U.S. Indicia" under FATCA. TSD therefore reserves the rights not to deposit your securities into the Issuer Account. Please select other methods of securities holding.***

I hereby certify that the above statement is true. If depositing securities into the Issuer Account causes any damage to Thailand Securities Depository Co., Ltd. (TSD) in any way whatsoever. I accept the responsibility and indemnity to Thailand Securities Depository Co., Ltd.

In addition, I acknowledge that TSD may disclose the information contained in this document to the Revenue Department, or other agencies having legal authorities, or having an agreement with TSD to obtain such information.

Sign..... shareholder  
 (.....) Tel. ....







### Entity Status Certification and Information Disclosure Consent Form under FATCA

#### Certification of the Claimed FATCA Status

I hereby certify that I have the status as follows;

#### Part 1: Place of Incorporation

	Certification of the Claimed FATCA Status	FATCA Status for Non-U.S. Entities
<input type="checkbox"/>	1.1 I am an entity that is incorporated in: _____ (Fill in a country)	U.S. Person / Non-U.S. Entities
<input type="checkbox"/>	1.2 I am a branch of an entity. Please specify the place of incorporation of the head office: _____ (Fill in a country) In case the entity is incorporated in the U.S., I have attached W-9 certifying the status herewith. (If you are a non-U.S. entity or a branch of non-U.S. entity, please proceed to <u>Part 2</u> . Apart from that, your certificate of the claimed FATCA status is complete.)	

#### Part 2: FATCA Status for Non-U.S. Entities


	Certification of the Claimed FATCA Status	FATCA Status for Non-U.S. Entities
<input type="checkbox"/>	2.1 I am a financial institution of the type of Participating Foreign Financial Institution or Registered Deemed-Compliant FFI with GIIN : _____	PFFI, RDCFFI
<input type="checkbox"/>	2.2 I am a financial institution of the type of Non-Participating Foreign Financial Institution.	NPFFI
<input type="checkbox"/>	2.3 I am a financial institution of the type of Certified Deemed-Compliant FFI and have attached W-8BEN-E certifying the status herewith.	CDCFFI
<input type="checkbox"/>	2.4 I am a publicly traded (listed) company or affiliate of a listed company; My evidence of listing or affiliation of a listing company is in a copy of the latest financial statement attached herewith.	Excepted NFFE
<input type="checkbox"/>	2.5 I am a government (agents), international organization, or central bank of issue; I certify that I am the beneficial owner of any payment in connection with the securities that is going to be sold or transferred, and is not engaged in commercial financial activities of a type engaged in by an insurance company, custodial institution, or commercial banks.	Exempt Beneficial Owner
<input type="checkbox"/>	2.6 I am a non-profit organization; I certify that I am exempt from income tax under Thai revenue code.	Non-Profit Organization
<input type="checkbox"/>	2.7 I am a non-financial institution whose main income <b>is not from investing</b> . I certify that I am not incorporated in the U.S. and not a financial institution and <b>not exceeding half of my income</b> as stated in my latest financial statement are derived from the following four groups <u>and</u> <b>not exceeding half of my assets</b> as stated in my latest financial statement can generate incomes in the following four groups as follows; <u>Group 1:</u> Dividend and Interest	Active NFFE



	<p><u>Group 2:</u> Rental and Royalties</p> <p><u>Group 3:</u> Income from certain transactions</p> <ul style="list-style-type: none"> <li>• Sales of any asset generating income in Group 1 and Group 2</li> <li>• Income from commodity derivative contracts</li> <li>• Foreign exchange income</li> <li>• Income from SWAP contract (Notional Principal Contract)</li> </ul> <p><u>Group 4:</u> Income from insurance and annuity contracts</p> <ul style="list-style-type: none"> <li>• Income from reserving activities (insurance company only)</li> <li>• Income from annuity contracts</li> <li>• Income from insurance contracts</li> </ul>													
<input type="checkbox"/>	<p>2.8 I am a non-financial institution whose main income <b>is from investing</b>.</p> <p>I certify that I am not incorporated in the U.S. and not a financial institution and <b>exceeding half of my income</b> as stated in my latest financial statement are derived from the abovementioned four groups of income <u>or</u> <b>exceeding half of my assets</b> as stated in my latest financial statement can generate incomes in the abovementioned four groups of income.</p> <p>I also hereby declared my U.S. ownership as follows;</p> <p><input type="checkbox"/> I <b>do not</b> have any owner/shareholder who is a U.S. person <u>or</u></p> <p><input type="checkbox"/> I have owner(s)/shareholder(s) who is (are) U.S. persons and have hereby disclosed the name, address, and U.S. Tax Identification Number (TIN) of each holder as follows;</p> <table border="1" style="width: 100%; border-collapse: collapse; margin-top: 10px;"> <thead> <tr> <th style="width: 33%;">Name</th> <th style="width: 33%;">Address</th> <th style="width: 33%;">TIN</th> </tr> </thead> <tbody> <tr> <td> </td> <td> </td> <td> </td> </tr> <tr> <td> </td> <td> </td> <td> </td> </tr> <tr> <td> </td> <td> </td> <td> </td> </tr> </tbody> </table>	Name	Address	TIN										Passive NFFE
Name	Address	TIN												
<input type="checkbox"/>	<p>2.9 I am not eligible for any status provided above</p> <p>I have herewith attached W-8BEN-E with the status of _____</p>	Others												

ใบแจ้งการชำระเงิน

สำหรับลูกค้า  
RIGHT OFFERING SUBSCRIPTION FORM

 <p>บมจ.หลักทรัพย์ เออีซี 63 อาคารเอทอินทาวเวอร์ ชั้น 15,17 ถนนวิฑู ลุมพินี ปทุมวัน กทม 10330 Tax ID : 0107536001575</p> <p>เพื่อเข้าบัญชี บมจ. หลักทรัพย์ เออีซี เพื่อจองซื้อหุ้นสามัญเพิ่มทุน AEO SECURITIES PUBLIC CO.,LTD. FOR SUBSCRIPTION</p> <p> บมจ. ธนาคารกรุงไทย (BR : 0205) Bangkok Bank PCL</p>	วันที่ / Date : _____		SERVICE CODE : AECS		
	ชื่อผู้จองซื้อ (Name) _____		เลขทะเบียนผู้ถือหุ้น/Registration No. (Ref.1) _____		
เลขบัตรประชาชน/หนังสือเดินทาง/ทะเบียนนิติบุคคล(Ref.2) _____		เลขบัตรประชาชน/หนังสือเดินทาง/ทะเบียนนิติบุคคล(Ref.2) _____		เลขบัตรประชาชน/หนังสือเดินทาง/ทะเบียนนิติบุคคล(Ref.2) _____	
รายการ	เลขที่/Chq No.	ธนาคาร - สาขา/ Bank-Branch	จำนวนเงิน (บาท)/Amount (Baht)		
<input type="checkbox"/> เงินสด/CASH <input type="checkbox"/> เช็ค/CHEQUE					
จำนวนเงินที่เป็นตัวอักษร Amount in words	(		)		
ชื่อผู้ฝาก/Depositor Name _____ Tel _____ เจ้าหน้าที่ธนาคาร/Bank use only _____					
เพื่อความสะดวกของท่าน กรุณานำใบแจ้งการชำระเงินพร้อม ใบแจ้งหนี้ ไปชำระได้ที่ บมจ.ธนาคารกรุงไทย ทุกสาขาทั่วประเทศ					

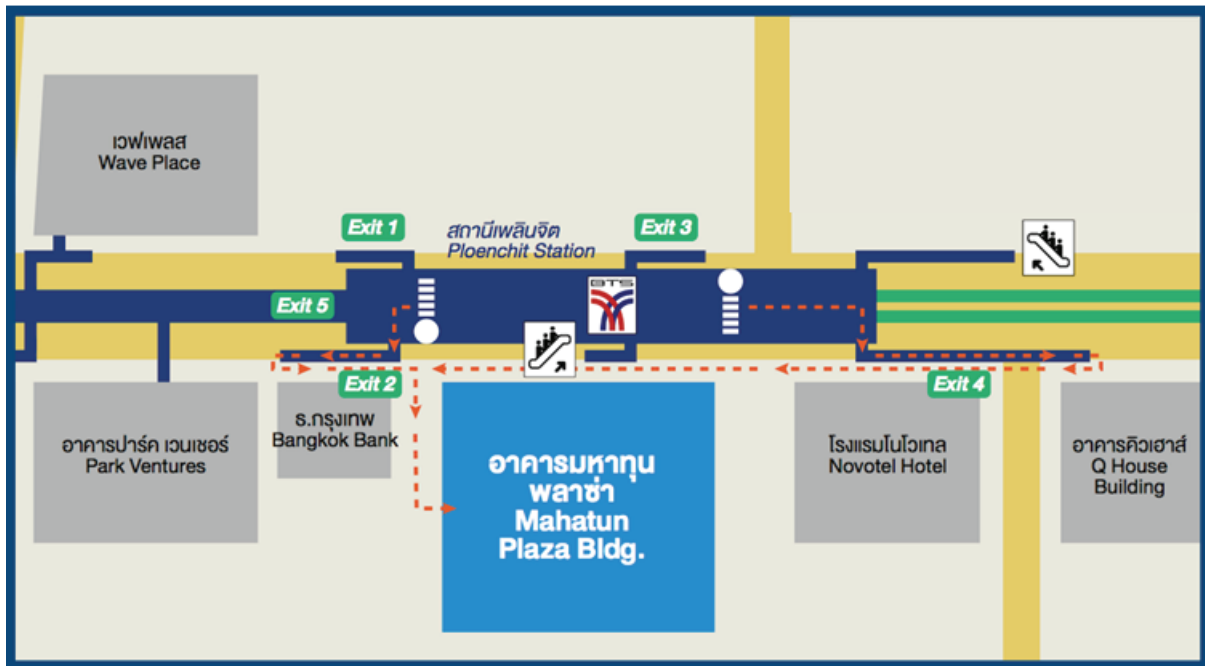
ใบแจ้งการชำระเงิน

สำหรับธนาคาร  
RIGHT OFFERING SUBSCRIPTION FORM

 <p>บมจ.หลักทรัพย์ เออีซี 63 อาคารเอทอินทาวเวอร์ ชั้น 15,17 ถนนวิฑู ลุมพินี ปทุมวัน กทม 10330 Tax ID : 0107536001575</p> <p>เพื่อเข้าบัญชี บมจ. หลักทรัพย์ เออีซี เพื่อจองซื้อหุ้นสามัญเพิ่มทุน AEO SECURITIES PUBLIC CO.,LTD. FOR SUBSCRIPTION</p> <p> บมจ. ธนาคารกรุงไทย (BR : 0205) Bangkok Bank PCL</p>	วันที่ / Date : _____		SERVICE CODE : AECS		
	ชื่อผู้จองซื้อ (Name) _____		เลขทะเบียนผู้ถือหุ้น/Registration No. (Ref.1) _____		
เลขบัตรประชาชน/หนังสือเดินทาง/ทะเบียนนิติบุคคล(Ref.2) _____		เลขบัตรประชาชน/หนังสือเดินทาง/ทะเบียนนิติบุคคล(Ref.2) _____		เลขบัตรประชาชน/หนังสือเดินทาง/ทะเบียนนิติบุคคล(Ref.2) _____	
รายการ	เลขที่/Chq No.	ธนาคาร - สาขา/ Bank-Branch	จำนวนเงิน (บาท)/Amount (Baht)		
<input type="checkbox"/> เงินสด/CASH <input type="checkbox"/> เช็ค/CHEQUE					
จำนวนเงินที่เป็นตัวอักษร Amount in words	(		)		
ชื่อผู้ฝาก/Depositor Name _____ Tel _____ เจ้าหน้าที่ธนาคาร/Bank use only _____					
เพื่อความสะดวกของท่าน กรุณานำใบแจ้งการชำระเงินพร้อม ใบแจ้งหนี้ ไปชำระได้ที่ บมจ.ธนาคารกรุงไทย ทุกสาขาทั่วประเทศ					



Map of the Company's newly issued ordinary shares subscription agent



Please contact AEC SECURITIES PUBLIC COMPANY LIMITED

Khun Wimolrat Hothanom  
Operations Department  
888/200 Mahatun Plaza Building ,3rd Fl.,  
Ploenchit Road, Lumpini, Pathumwan,  
Bangkok 10330  
Tel.: (66) 0-2659-3456 Ext. 120