



SPCG Public Company Limited
บริษัท เอสพีซีจี จำกัด (มหาชน)

No. HO-112/2556

August 8, 2013

Subject : The Exercise of Warrants to Purchase Ordinary Shares of SPCG Public Company Limited (2nd Period)

Attention : President

The Stock Exchange of Thailand

The Extraordinary General Meeting of Shareholders No. 1/2013 of SPCG Public Company Limited (SPCG) and the Warrant Holders Meeting No. 1/2013 (SPCG-W1) held on July 15, 2013 approved to amend the exercise date of SPCG-W1 to be 3 periods as follow;

- 1st Period : July 25 – 31, 2013
- 2nd Period : August 26 – 30, 2013
- 3rd Period : September 24 – 30, 2013 (last period)

The Company would like to inform the details concerning the exercise of SPCG-W1 to purchase ordinary shares of the Company for the 2nd period as follow;

1. Notification period : August 19 – 23, 2013, at 9.00 am – 3.30 pm
The last day for submission of the Exercise Notification Form for the 2nd period :
 - Payment by money transferred : within August 23, 2013, at 3.30 pm
 - Payment by personal cheque, cashier cheque or bank draft : within August 21, 2013 at 11.00 am
2. Exercise date : August 26 – 30, 2013
3. Exercise ratio : 1 unit of warrant for 1 ordinary share
4. Exercise Price : Baht 1 per share
5. Contact Place for the Exercise : SPCG Public Company Limited
United Tower 14th Floor,
333/20 Soi Sukhumvit 55 (Thonglor) Sukhumvit Road,
Klongton Nua, Wattana, Bangkok
Tel: (662) 712-9501-5
Fax: (662) 712-7383-4

6. Procedures for Exercise of Right under the Warrants

- (a) The Warrant Holders can obtain the Exercise Notification Form to exercise their rights to purchase the Company's ordinary shares from the Company within each Notification Period. **In case that Warrants are in the scripless system, the Warrant Holders intending to exercise their rights shall contact the securities companies acting as their broker and fill in the application forms for the issuance of Warrants or Warrant Certificates in**



accordance with the requirements of the SET. The securities companies will notify the TSD to request for the issuance of Warrants or Warrant Certificates to be used as evidence for the exercise of Warrant rights, as stated above.

- (b) Warrant Holders who wish to exercise their rights shall comply with the conditions to exercise the Warrants, by proceeding and sending the following documents to the Company at the aforementioned Contact Place for the Exercise as specified above.

- 1) A completed Exercise Notification Form to purchase ordinary shares that is filled out duly, correctly and clearly in all items with the Warrant Holders' signature that is sent to the Company within the Notification Period or within the Final Notification Period.
- 2) The Warrants Certificates or the Warrants Substitute, in form prescribed by the SET, bearing signature of the Warrants Holders representing the relevant number of Warrants as specified in the Exercise Notification Form.
- 3) Payment Documents for Ordinary Share Subscription

The Warrant Holders shall make a payment in full for the number of exercised Warrants as specified in the Exercise Notification Form. The Warrant Holders may choose the following subscription payment methods and enclose the payment documents as follows:

3.1 Payment by Money Transferred

- Account name: **"Subscription Account for SPCG Public Company Limited's Ordinary Share"**
Kasikorn Bank Public Company Limited, Sukumvit 55 (Tonglor 20) Branch
Saving account No. 622-0-27172-1

Please enclose evidence of money transfer on each Exercise Date

3.2 Payment by Personal Cheque, Cashier Cheque or Bank Draft

- Personal cheque, cashier cheque or bank draft shall be crossed "A/C Payee Only" and made payable to **"Subscription Account for SPCG Public Company Limited's Ordinary Share"** which shall be collectible only by the clearing house in Bangkok.
- Such personal cheque, cashier cheque or bank draft **shall be dated the same as the subscription date and submitted to the Company within 11.00 a.m. on 2 business days prior to each Exercise Date.**
- The exercise of the right to purchase ordinary shares will be valid only if the payment is collected in full. In the event that the payment cannot be collected in accordance with the amount indicated in the Exercise Notification Form, it shall be deemed that Warrant Holder intends to cancel such exercise of rights, and the Company shall be correspondingly allowed to cancel that exercise of rights. However, such cancellation shall not deprive the Warrant Holder's right to subscribe for the Company's ordinary shares for the remaining exercise periods; except for such cancellation of the final exercise of Warrants, in which case the rights to purchase the Company's ordinary shares shall be deemed expired.

- 4) Warrant Holders are responsible for the payment of all taxes, stamp duties, official fees and registration fees arising from the exercise of their Warrants



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5) Evidence supporting the exercise

- 5.1 Thai Individual : A certified true copy of the valid Identification Card or Civil Servant Identification or State Enterprise Employee Card which is not expired or Documents of Changing of name/ last name (In case of Changing of name/ last name)
- 5.2 Foreign Individual : A certified true copy of valid Alien Certificate or passport which is not expired.
- 5.3 Thai Juristic Person : A copy of the affidavit issued by the Ministry of Commerce for no more than 6 months or within the period prescribed by the Warrant Registrar, certified by the Company's authorized director(s), and affixed with the seal of such juristic person (if any), together with a certified true copy of the identification document of such authorized director(s) of the juristic person pursuant to clause 5.1 or 5.2 above.
- 5.4 Foreign Juristic person : A copy of the certificate of incorporation or corporate affidavit issued for no more than 6 months by the relevant agency of the country where such juristic person is domiciled, together with a certified true copy of the identification document of the authorised director(s) of such juristic person pursuant to clause 5.1 or 5.2 above. Each of aforementioned documents must be notarised by a Notary Public or authenticated by the Thai Embassy or the Thai Consulate in the country where the documents were prepared or certified.
- 5.5 Custodian : A copy of the certificate of incorporation certified by the Notary public of the country issuing such certificate along with the evidence of appointment of such custodian, the power of attorney (if applicable), and certified true copy of the verification document(s) evidence supporting the identity of such authorized director(s) in accordance to 5.1 or 5.2 above.

In this regard, if the Warrant Holders do not provide such evidence supporting the share subscription as mentioned above, the Company reserves the rights to deem that such Warrant Holders choose not to exercise the Warrants in such Exercise Date; however, the Company also reserves the right to determine whether the Warrant Holders could exercise such Warrants

Please be informed accordingly

Yours Sincerely,

(Miss Wande Khunchornyakong)

Chief Executive officer



No. _____

Subscription Form for Warrants Exercise of Ordinary Shares

SPCG Public Company Limited

The exercise ratio is warrant 1 unit per 1 ordinary share with the exercise price of Baht 1.00 per share.

Date to notify the intention to exercise _____

Warrant Holder registration No. _____

To SPCG Public Company Limited ("Company"),

I/we, (please specify the type of subscriber)

☐ Thai natural person Identification No. _____☐ Foreign natural person

Alien Registration No./Passport No. _____

☐ Thai juristic person Company Registration No. _____☐ Foreign juristic person

Company Registration No. _____

Name ☐ Mr. ☐ Mrs. ☐ Ms. ☐ Other _____ Gender ☐ Male ☐ Female Address No. _____ Moo _____ Soi _____

Subdistrict _____ District _____ Province _____ Postal code _____ Telephone _____

Email _____ Nationality _____ Occupation _____ Date of birth (A.D.) _____

Taxpayer Identification No. _____ Type of tax payment ☐ Deductible ☐ Not deductible

As a holder of the warrant(s) of the Company, I/we hereby express my/our intention to exercise the right to purchase the ordinary shares of the Company as follows:

Number of warrants to be exercised (units)	Number of the ordinary shares received from exercised warrants (securities)	Exercise price (baht per share)	Total payment for subscription (baht)	Amount (in words)
		1.00		

I/we have made payment for the subscription by:

☐ Deposit to the saving account of Kasikorn Bank Public Company Limited, Sukhumvit 55 (Tonglor 20) Branch, Account No. 600-2-07170-1, Account named "Subscription Account for SPCG Public Company Limited's Ordinary share", and delivered a copy of the deposit slip.☐ Cheque ☐ Cashier check ☐ Bank draft

Cheque No. _____ Dated _____ Bank _____ Branch _____

That could be cashed in Bangkok only and made payable to the account "Subscription Account for SPCG Public Company Limited's Ordinary share".

I/we deliver the warrant certificate or the substitute and will receive the part of the warrants not exercised (if any) as follows:

Warrant certificate or substitute delivered		Number of warrants not exercised (if any) (units)
No.	Amount (units)	

I/we will receive the part of the warrants not exercised (if any):

☐ Issue a certificate for the allotted shares in the name of "Thailand Securities Depository Co., Ltd. for Depositors" and assign _____ TSD Member No. _____ to deposit the paid shares with Thailand Securities Depository Co., Ltd. for my/our Securities Trading Account No. _____ maintained with that TSD member.☐ Issue a certificate for the allotted shares in my/our name and proceed with one of the following methods:☐ I/we collect the certificate at the principal office of the Company.☐ I/we authorize another person to collect the certificate at the principal office of the Company and submit the power of attorney along with the Subscription Form.☐ The Company delivers the warrants not exercised to me/us to the address specified above by registered mail within 14 business days after the end of the exercise date.☐ Issue a certificate for the allotted securities in the name of "Thailand Securities Depository Co., Ltd." and deposit those securities with Thailand Securities Depository Co., Ltd. In the issuer account number 600 for my/our name (for withdrawal as a security certificate, the subscriber must pay fee at the rate of 65 baht (exclusive of value added tax) a transaction.

If I am allotted the paid ordinary shares, I agree to have either one of the following be executed (the subscriber to choose only one box).

☐ Issue the certificate for the allotted shares in the name of "Thailand Securities Depository Co., Ltd. for Depositor" and assign _____ TSD Member No. _____ to deposit the paid shares with Thailand Securities Depository Co., Ltd. for my/our Securities Trading Account No. _____ maintained with that TSD member.☐ Issue the certificate for the allotted shares in my/our name and have the certificate delivered to me/us by registered mail within 15 business days after the end of the exercise date.☐ Issue a certificate for the allotted securities in the name of "Thailand Securities Depository Co., Ltd." and deposit those securities with Thailand Securities Depository Co., Ltd. In the issuer account number 600 for my/our name (for withdrawal as a security certificate later, the subscriber must pay fee at the rate of 65 baht (exclusive of value added tax) a transaction.

I/we hereby undertake and agree to buy the ordinary shares in the number allotted by the Company and shall not revoke this subscription. However, if I/we do not return this duly completed subscription form and pay for the subscription to the Company within the subscription period or cheque/draft/bill of exchange has not been honored, I/we shall be deemed to have not exercised the warrants.

Signed _____ Subscriber
(_____)

Subscription Form for Warrants Exercise of Ordinary Shares of SPCG Public Company Limited (This section must be filled by the Warrant Holder)

Subscription No. _____

SPCG Public Company Limited received payment from (Name of subscriber) _____ for exercising the rights of the warrants to purchase the ordinary shares of the Company and delivered the warrants amounting _____ units and the number of warrants intended to exercise are _____ units, totaling _____ baht, and the number of warrants not exercised _____ units

Payable by ☐ Deposit ☐ Cheque ☐ Cashier check Cheque No. _____ Date _____ Bank _____ Branch _____

If the subscriber is allotted the paid ordinary shares, the subscriber agrees that one of the following be executed:

☐ Issue the ordinary share certificate in the name of "Thailand Securities Depository Co., Ltd. for Depositor", TSD Member No. _____ Securities Trading Account No. _____☐ Issue the ordinary share certificate in the name of the subscriber within 15 business days after the exercise date.☐ Issue the ordinary share certificate in the name of "Thailand Securities Depository Co., Ltd." and deposit those securities under the issuer account No. 600 for my/our name.

Authorized Officer _____

BROKER

PARTICIPANT NO.	COMPANY NAME	PARTICIPANT NO.	COMPANY NAME
002	TISCO SECURITIES COMPANY LIMITED	029	KRUNGSRI SECURITIES PUBLIC COMPANY LIMITED
003	COUNTRY GROUP SECURITIES PUBLIC CO.,LTD.	030	I V GLOBAL SECURITIES PUBLIC CO., LTD.
004	DBS VICKERS SECURITIES (THAILAND) CO.,LTD	032	KTB SECURITIES (THAILAND) COMPANY LIMITED
005	CIMB SECURITIES INTERNATIONAL (THAILAND) PUBLIC COMPANY LIMITED	033	FINANSIA SYRUS SECURITIES PUBLIC COMPANY LIMITED
006	PHATRA SECURITIES PUBLIC COMPANY LIMITED	034	PHILLIP SECURITIES (THAILAND) PUBLIC CO.,LTD.
007	CIMB SECURITIES (THAILAND) COMPANY LIMITED	038	UNITED SECURITIES PUBLIC COMPANY LIMITED
008	ASIA PLUS SECURITIES PUBLIC COMPANY LIMITED	048	AIRA SECURITIES PUBLIC COMPANY LIMITED
010	MERRILL LYNCH SECURITIES (THAILAND) LIMITED	200	MAYBANK KIM ENG SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
011	KASIKORN SECURITIES PUBLIC COMPANY LIMITED	211	UBS SECURITIES (THAILAND) LTD.
012	SIAM CITY SECURITIES CO LTD	213	CIMB-GK (THAILAND) SECURITIES CO., LTD.
013	KGI SECURITIES (THAILAND) PUBLIC CO.,LTD.	221	MERCHANT PARTNERS SECURITIES PUBLIC COMPANY LIMITED
014	CAPITAL NOMURA SECURITIES PUBLIC CO.,LTD.	224	BUALUANG SECURITIES PUBLIC COMPANY LIMITED
015	ACL CREDIT SECURITIES COMPANY LIMITED	225	CLSA SECURITIES (THAILAND) LTD.
016	THANACHART SECURITIES PUBLIC COMPANY LIMITED	229	JPMORGAN SECURITIES (THAILAND) LIMITED
019	KIATNAKIN SECURITIES CO.,LTD.	230	GLOBLEX SECURITIES COMPANY LIMITED
022	TRINITY SECURITIES CO.,LTD.	244	MACQUARIE SECURITIES (THAILAND) LIMITED
023	SCB SECURITIES CO.,LTD.	247	CREDIT SUISSE SECURITIES (THAILAND) LTD.
026	UOB KAY HIAN SECURITIES (THAILAND) PUBLIC CO.,LTD.	248	KT ZIMCO SECURITIES COMPANY LIMITED
027	OSK SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	924	FINANSIA SYRUS SECURITIES PUBLIC COMPANY LIMITED

SUB-BROKER

236	TISCO BANK PUBLIC COMPANY LIMITED	243	TSFC SECURITIES PUBLIC COMPANY LIMITED
242	CITICORP SECURITIES (THAILAND) LIMITED	245	THANCHART BANK PUBLIC COMPANY LIMITED

CUSTODIAN

301	CITIBANK, N.A. - CUSTODY SERVICES	328	BANK OF AYUDHYA PUBLIC COMPANY LIMITED
302	THE SIAM COMMERCIAL BANK PUBLIC CO.,LTD.	329	TMB BANK PUBLIC COMPANY LIMITED
303	BANGKOK BANK PUBLIC COMPANY LIMITED-CUTODY	330	THE HONGKONG AND SHANGHAI BANKING CORP.,LTD. BKK.-BOND
304	THE HONGKONG AND SHANGHAI BANKING CORP., LTD. BKK.	334	TFSC SECURITIES PUBLIC COMPANY LIMITED - CUSTODIAN
305	THE KRUNG THAI BANK PUBLIC CO.,LTD.	336	KIATNAKIN BANK PUBLIC COMPANY LIMITED
308	KASIKORNBANK PUBLIC COMPANY LIMITED	337	TMB BANK PUBLIC COMPANY LIMITED
311	CALYON BANK	339	TISCO BANK PUBLIC COMPANY LIMITED (CUSTODIAN)
312	STANDARD CHARTERED BANK (THAI) PUBLIC CO.,LTD.	340	JPMORGAN CHASE BANK (BOND TRADING)
315	SIAM CITY BANK PUBLIC COMPANY LIMITED FOR SECURITIES DEPOSITOR	341	THE SIAM INDUSTRIAL CREDIT PUBLIC COMPANY LIMITED
316	INDUSTRIAL AND COMMERCIAL BANK OF CHINA (THAI) PUBLIC COMPANY LIMITED	342	FINANSIA CREDIT LTD.
320	DEUTSCHE BANK AKTIENGESELLSCHAFT BANGKOK BRANCH - CUSTODY SERVICES	343	CIMB THAI PUBLIC COMPANY LIMITED
324	UNITED OVERSEAS BANK PUBLIC COMPANY LIMITED	410	BANK OF AYUDHYA PUBLIC COMPANY LIMITED FOR TREASURY
326	THE ROYAL BANK OF SCOTLAND N.V.,BANGKOK BRANCH		