



SPCG Public Company Limited
บริษัท เอสพีซีจี จำกัด (มหาชน)

No. HO – 095/2556

July 15, 2013

Subject : The Exercise of Warrants to Purchase Ordinary Shares of SPCG Public Company Limited (SPCG-W1) (1st 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 25th – 31st, 2013
- 2nd Period: August 26th – 30th, 2013
- 3rd Period: September 24th – 30th, 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 1st period as follow;

1. Notification Period : July 16th – 24th, 2013 (on business day)
Time 9:00 a.m. – 3:30 p.m.
2. Exercise date : July 25th – 31st, 2013 (on business day)
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 brokers 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. 600-2-07170-1

- 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



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 right 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



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Please be informed accordingly

Yours Sincerely,

(Miss Wandee Khunchornyakong)

Chief Executive officer