



**Exercise Procedure of Rights to Purchase Ordinary Shares of NFC Public Company Limited
under NFC-W1 Warrants No. 1 (NFC-W1)
the 6th Exercise (The Last Exercise)**

As NFC Public Company Limited (the “**Company**”) has issued and allocated the warrants to purchase ordinary shares of NFC Public Company Limited No. 1 (NFC-W1) in the amount of 108,781,159 units to the existing shareholders of the Company proportionate to their respective shareholding (Rights Offering) without offering price at the ratio of 10 ordinary shares to 1 unit, on 14 December 2018. The warrant holders shall be entitled to exercise their rights under the warrants to purchase ordinary shares of the Company on the last business day of June and December each year throughout its 3-year maturity. The first exercise date is the last business day of June after the issuance date, which falls on 28 June 2019, and the last exercise date will be the date of 3 years from the issuance date, which falls on 13 December 2021.

The Company would like to inform in details in connection with the last exercise of rights to purchase ordinary shares of the Company under the warrant for the 6th exercise on 13 December 2021 as follows.

1. Period for the Notification of the Intention to Exercise the Warrant

During 9.00 a.m. – 3.30 p.m. of 26 November - 12 December 2021

2. The Last Exercise Date

13 December 2021

3. The Expiry of NFC-W1

NFC-W1 will be deemed to be expired and invalid on 13 December 2021 and will be duly ceased to be considered as listed securities from 14 December 2021 onwards.

4. The request period to the Stock Exchange of Thailand (SET) to suspend NFC-W1 from stock trading or posting (“SP” sign)

18 November – 13 December 2021

5. The warrants registration book closing of NFC-W1

22 November – 13 December 2021

6. Exercise Ratio and Exercise Price

Exercise Ratio : 1 unit of warrant shall be entitled to purchase 1.00255 ordinary shares

Exercise Price : Baht 6.48350 per ordinary share

7. Exercise of Warrants to Purchase Ordinary Shares

In exercising the rights to purchase the ordinary shares of the Company, the warrant holders shall be entitled to exercise their rights to purchase the ordinary shares under the warrants held by each of them either in whole or in part.

8. Document for the Notification of Intention

- 8.1 A form for the notification of the intention to exercise the rights to purchase ordinary shares of the Company that is filled with accurate information and complete and duly signed by the warrant holders (the warrant holders can obtain the form for the notification of the intention to the last exercise the rights to purchase ordinary shares of the Company at the Company's head office or download it from - <http://www.nfc.co.th/> in the title of Investor Relations > Report/Publication Info > Form Download) or URL : <http://www.nfc.co.th/invester-download;>
- 8.2 A warrant certificate or a warrant certificate substitute (for scripless) which identifies that the warrant holder is eligible for such warrant, in the amounts specified in the form for the notification of the intention to exercise the rights to purchase ordinary shares of the Company;
- 8.3 Payment in full according to the amounts specified in the form for the notification of the intention to exercise the rights to purchase ordinary shares of the Company within the prescribed timeframe, but not exceeding the Exercise Date, by any of the following methods:
- 8.3.1 Transfer payment to account named "NFC Public Company Limited", Account No. 130-7-42121-2, of Bangkok Bank Public Company Limited, Bang Na Branch by attaching proof of payment transfer to the Company within each Exercise Date; or
- 8.3.2 Payment by cheque, cashier cheque, draft, bill of exchange or payment order form the bank, provided that the issued date shall be dated 3 days before the Exercise Date and can be called for collection in Bangkok Metropolitan area within 1 business day from each Exercise Date, and such payment documents must be crossed and made payable to "NFC Public Company Limited".
- 8.4 Supporting documents required for the exercise of rights to purchase the ordinary shares
- 8.4.1 Thai Individual Person : Certified true copy of valid identification card or the government official identification card or the state enterprise employee identification card (in case of any change in name/surname which causes the name/surname to be different from the name/surname appearing on the warrants, a certified true copy of any document issued by the governmental authority e.g. marriage certificate, divorce certificate, certificate of name/surname change, etc.) must be enclosed).
- 8.4.2 Foreign Individual Person : Certified true copy of valid foreigner certificate (alien identification card) or certified true copy of valid passport.
- 8.4.3 Thai Juristic Person : Certified true copy of the affidavit issued by the Department of Business Development not more than 6 months prior to each Exercise Date, duly certified by authorized director(s) and affixed with the seal of such legal entity (if any), and certified true copies of valid documents specified in 8.4.1 or 8.4.2 (as the case may be) of such authorized director(s) who certified true copy of such document.
- 8.4.4 Foreign Juristic Person : Certified true copy of the certificate of incorporation and/or affidavit of such legal entity, duly certified by the authorized director(s) and affixed with the seal of such legal entity (if any), and certified true copies of valid passport of such authorized director(s) who certified true copy of such document. All documents shall be duly certified by a Notary Public in the country in which such document is issued and not more than 6 months prior to each Exercise Date.
- In addition, in case the exercise of warrants is submitted through a custodian, a certified true copy of the custodian appointment letter and certified true copies of valid documents specified in 8.4.1 or 8.4.2 (as the case may be) of the authorized person(s) of the custodian must be enclosed with the documents in 8.4.4 in the above.

6. Contact Address

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In this respect, the exercise of rights to purchase the ordinary shares shall be considered completed only when the Company has received the evidence required for the exercise of the warrants as stated above and has successfully collected the payment of such exercise. If the Company could not collect such payment in whatsoever case that is not due to the fault of the Company, it will consider that such warrant holder intends to cancel his/her respective intention to exercise the rights to purchase the ordinary shares on such occasion.