



21 May 2021

Subject: Notification for the right to subscribe newly issued ordinary shares

To: Shareholders  
SLM Corporation Public Company Limited

- Enclosures:
1. Letter to certify the right to subscribe newly issued shares (provided in separate document)
  2. Details of Rights Offering subscription and subscription manual to subscribe for newly issued ordinary shares of SLM Corporation Public Company Limited
  3. Subscription Form for newly issued ordinary shares
  4. Additional documents for subscribers who would like to deposit shares into an issuer account only
  5. Information Memorandum on the Company's capital increase and the allocation of newly issued ordinary shares
  6. Map to venue for subscription and payment with the Company

Reference is made to the fact that the 2021 Annual General Meeting of Shareholders of SLM Corporation Public Company Limited (the "**Company**"), held on 27 April 2021, approved the increase of the Company's registered capital and the allocation of newly issued ordinary shares. Details of which are as follows:

1. Approved the increase it registered capital in amount of 70,657,172.50 Baht from its original registered capital of 70,657,172.50 Baht to the new registered capital of 141,314,345 Baht by issuance of newly issued ordinary shares in amount of 141,314,345 shares with par value of 0.50 Baht per share to accommodate the allocation of newly issued ordinary shares to existing shareholders proportionate to their respective shareholdings (Rights Offering).
2. Approved the allocation of not exceeding 141,314,345 newly issued ordinary shares at the par value of 0.50 Baht per share with specifying the purpose of utilizing proceeds to the existing shareholders proportionate to their respective shareholdings (Rights Offering). In this regard, the Company determined the allocation ratio as 1 existing ordinary share to 1 newly issued ordinary share (the total numbers of shares for the Rights Offering are 141,314,345 shares) with the offering price at 0.50 Baht per share, the offering price of shares is equal to the par value of the share.



In this regard, the Board of Directors' Meeting No. 4/2021, held on 27 April 2021 has considered and approved the date for determination of shareholders' entitled to subscribe for the newly issued ordinary shares (Record Date) to be on 17 May 2021. Moreover, the Company scheduled the subscription date and payment date of newly issued ordinary shares which will be allocated to the existing shareholders proportionate to their respective shareholdings (Rights Offering) to be on 8 - 14 June 2021 (total 5 business days) during 10.00 a.m. - 4.00 p.m.

The Company, therefore, hereby clarified the details of the right to subscribe the newly issued shares and the details of shares to be entitled for subscribing are set out in the letter to certify the right to subscribe newly issued shares (Enclosure 1).

Please be informed accordingly.

Yours Sincerely,

A handwritten signature in blue ink, consisting of a large, stylized loop followed by a horizontal line extending to the right.

(Mr. Autthapol Pohundratanakul)  
Chief Executive Officer

**Details of Rights Offering Subscription of SLM Corporation Public Company Limited**

<b>Issuer and address of Issuer</b>	:	SLM Corporation Public Company Limited (the “Company”) No. 165, The Racquet Club, Building 4, 4th Floor, Unit 401, Sukhumvit 49 (Klang) Alley, Klongton Nua Subdistrict, Wattana District, Bangkok 10110
<b>Offering shares</b>	:	Newly issued ordinary shares of the Company
<b>Offering amount</b>	:	The amount not exceeding 141,314,345 shares will be offered to the Company's existing shareholders proportionate to their respective shareholdings (“ <b>Rights Offering</b> ”), which accounted for no more than 50% of total paid-up capital shares of the Company after this Rights Offering.
<b>Offering ratio</b>	:	The offering ratio is 1 existing share to 1 newly issued ordinary share of the Company. The Company scheduled the date for determination of shareholders entitled to subscribe for the newly issued ordinary shares proportionate to their respective shareholdings (Record Date) to be on 17 May 2021.
<b>Par value</b>	:	0.50 Baht (Fifty satang)
<b>Offering price</b>	:	0.50 Baht (Fifty satang)
<b>Subscription period</b>	:	During 10.00 - 16.00 hours of 8 - 14 June 2021 (total 5 business days)
<b>Subscription</b>	:	<p><b><u>1. Subscription at the Company</u></b></p> <p>The shareholders who are entitled to subscribe for the newly issued ordinary shares may submit a subscription form for the newly issued ordinary shares, supporting documents, and proof of payment by delivery as follows:</p> <p><b>1.1 Delivery directly to the Company</b></p> <p>Subscriber can submit a subscription form for the newly issued ordinary shares, supporting documents, and proof of payment during 8 - 11 June 2021 and 14 June 2021 from 10.00 - 16.00 hours at</p> <p align="center"><i>SLM Corporation Public Company Limited</i>  <i>No 165, The Racquet Club, Building 4, 4th Floor, Unit 401, Sukhumvit 49 (Klang) Alley, Klongton Nua Subdistrict, Wattana District, Bangkok 10110</i>  <i>Telephone: 063-114-4445</i></p> <p><b>1.2 Postal delivery (Express Mail Service (EMS) only)</b></p> <p>Subscriber can submit a subscription form for the newly issued ordinary shares, supporting documents, and proof of payment by postal delivery, Express Mail Service (EMS) only as below address:</p>

	<p><i>Miss Saranya Noijai boon (Company Secretary)</i>  <i>SLM Corporation Public Company Limited</i>  <i>No 165, The Racquet Club, Building 4, 4th Floor, Unit 401, Sukhumvit 49 (Klang) Alley, Klongton Nua Subdistrict, Wattana District, Bangkok 10110</i>  <i>Telephone: 063-114-4445</i></p> <p>Such documents must arrive at the Company <u>not later than 14 June 2021 at 16.00 hours</u>. For the convenience of subscription, please bracket at the corner of the envelope that "Subscription of newly issued ordinary shares". If the Company does not receive documents for the subscription of newly issued ordinary shares within such date and time, the Company has the right to That shareholder waives the right to subscribe for the said capital increase ordinary shares. And the Company reserves the right to allocate the said newly issued ordinary shares further.</p> <p>In this regard, the Company reserves the right for the subscriber who submit such documents by post, must pay for the subscription amount by <u>money transfer only</u>.</p> <p>If the subscriber has already submitted such documents by post, please contact Miss Saranya Noichaiboon at 063-114-4445 to inform information and confirm the delivery.</p> <p><b><u>2. Subscription via Digital Subscription System (DSS)</u></b></p> <p>Broker or Custodian of the shareholders will be the operator.</p>
Other details	<p>:</p> <p>Allocation method and relevant terms and conditions</p> <ol style="list-style-type: none"> <li>1. In the case that shareholders subscribe for the newly issued ordinary shares according to their entitlement or less than their entitlement, such shareholders shall receive the newly issued ordinary shares in the total amount that they subscribed for.</li> <li>2. In the case that shareholders subscribe for the newly issued ordinary shares in excess of their entitlement (Oversubscription), such shareholders shall express the intention to subscribe for the newly issued ordinary shares in excess of their entitlement in the subscription form for the shares subscribed at the same time as the subscription for the newly issued ordinary shares according to their entitlement and pay the subscription price in full.</li> <li>3. In the case that there are remaining newly issued ordinary shares from the calculation and/or the subscription by existing shareholders, the Board of Directors and/or any person(s) entrusted by the Board of Directors shall have the power and discretion to allocate such remaining newly issued ordinary shares to existing shareholders of the Company who express their intention to subscribe</li> </ol>

for shares in excess of their entitlement proportionately to their shareholding at the same offering price. Criteria for subscription of the newly issued ordinary shares in excess of the entitlement are as follows:

3.1 In the case where the remaining newly issued ordinary shares exceed the number of shares subscribed for in excess of the entitlement.

The Company will allocate such remaining newly issued ordinary shares to all existing shareholders of the Company who express their intention to subscribe for shares in excess of their entitlement and pay the subscription price for such newly issued ordinary shares pursuant to the number of shares subscribed for in excess of their entitlement. (In the case that there are fractions of the newly issued ordinary shares derived from calculations, such fractions of shares shall be discarded).

3.2 In the case where the remaining newly issued ordinary shares are fewer than the number of shares subscribed for in excess of the entitlement.

(a) Each existing shareholder who subscribes for shares in excess of his/her entitlement shall be allocated with shares proportionately to existing shareholding of such shareholder who subscribes for shares in excess of his/her entitlement. (In the case there are fractions of the newly issued ordinary shares derived from calculations, such fractions of shares shall be discarded). The number of shares to be allocated to shareholders who subscribe for shares in excess of their entitlement shall not exceed the number of the newly issued ordinary shares that each existing shareholder has subscribed, and subscription price has been paid for.

(b) In the case that there are the newly issued ordinary shares remaining after the allocation under (a), the Company will allocate such remaining shares to each existing shareholder who subscribes for shares in excess of his/her entitlement and has not been fully allocated with shares, proportionately to existing shareholding of each existing shareholder who subscribes for shares in excess of his/her entitlement (In the case that there are fractions of the newly issued ordinary shares derived from calculations, such fractions of shares shall be discarded). The number of shares to be allocated to shareholders who subscribe for shares in excess of their entitlement shall not exceed the number of the newly issued ordinary shares that each existing shareholder has subscribed, and subscription price has been paid for.

**Subscription Manual to Subscribe for Newly Issued Ordinary Shares of  
the Company for Rights Offering Subscription**

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**1. Subscription period and payment date for the newly issued ordinary shares**

During 10.00 - 16.00 hours of 8 - 14 June 2021 (total 5 business days)

**2. Subscription Location**

**2.1 Subscription at the Company**

The shareholders who are entitled to subscribe for the newly issued ordinary shares may submit a subscription form for the newly issued ordinary shares, supporting documents, and proof of payment by delivery as follows:

**2.1.1 Delivery directly to the Company**

Subscriber can submit a subscription form for the newly issued ordinary shares, supporting documents, and proof of payment during 8 - 11 June 2021 and 14 June 2021 from 10.00 - 16.00 hours at

*SLM Corporation Public Company Limited*

*No 165, The Racquet Club, Building 4, 4th Floor, Unit 401, Sukhumvit 49 (Klang) Alley, Klongton Nua Subdistrict, Wattana District, Bangkok 10110*

*Telephone: 063-114-4445*

**2.1.2 Postal delivery (Express Mail Service (EMS) only)**

Subscriber can submit a subscription form for the newly issued ordinary shares, supporting documents, and proof of payment by postal delivery, Express Mail Service (EMS) only as below address:

*Miss Saranya Noijaiboon (Company Secretary)*

*SLM Corporation Public Company Limited*

*No 165, The Racquet Club, Building 4, 4th Floor, Unit 401, Sukhumvit 49 (Klang) Alley, Klongton Nua Subdistrict, Wattana District, Bangkok 10110*

*Telephone: 063-114-4445*

Such documents must arrive at the Company not later than 14 June 2021 at 16.00 hours. For the convenience of subscription, please bracket at the corner of the envelope that "Subscription of newly issued ordinary shares". If the Company does not receive documents for the subscription of newly issued ordinary shares within such date and time, the Company has the right to That shareholder waives the right to subscribe for the said capital increase ordinary shares. And the Company reserves the right to allocate the said newly issued ordinary shares further.

In this regard, the Company reserves the right for the subscriber who submit such documents by post, must pay for the subscription amount by money transfer only.

If the subscriber has already submitted such documents by post, please contact Miss Saranya Noijai boon at 063-114-4445 to inform information and confirm the delivery.

The Company reserves the right to allow to subscribe by other methods as appropriate.

## 2.2 Subscription via Digital Subscription System (DSS)

To enhance the subscription efficiency and facilitate the shareholders, the Issuer has already utilized the new subscription system via electronic channel of Thailand Securities Depository Co., Ltd (“TSD”). The System provides shareholders additional channel to subscribe via broker/custodian. The Issuer will therefore send the information of rights offering to the broker/custodian that shareholder deposits the above securities into its account. Shareholder can contact your broker/custodian to input the subscription via D-Subscription without having to submit a copy of your ID document (for more information please visit [www.set.or.th\tsd](http://www.set.or.th/tsd))

## 3 Subscription and payment procedures of newly issued ordinary shares

- Subscription by delivery directly to the Company

If the subscription is made on 8 - 11 June 2021 and 14 June 2021 during 10.00 - 16.00 hours, the subscriber can make payment of the subscription amount by

- (1) Cheque/cashier’s cheque/draft dated no later than 13 June 2021 and must be able to be collected by the Clearing House located in Bangkok within the next business day or
- (2) the transfer of money.
- (3) If the subscription is made on 14 June 2021 during 10.00 - 16.00 hours, the subscriber can make payment of the subscription amount by transfer of money only.

- Subscription by postal delivery

If the subscription is made on 8 - 14 June 2021 during 10.00 - 16.00 hours, the subscriber can make payment of the subscription amount by transfer of money only and attach the proof of money transfer (Pay-in Slip).

The subscriber who makes payment by (a) Cheque/cashier’s cheque/draft must exclusively specify that the payment shall be made to **“SLM Corporation Public Company Limited”**. On the back of the cheque/cashier’s cheque/draft, the subscriber is requested to write the name and surname of the subscriber along with his/her address and contact number or (b) transfer of money to **“SLM Corporation Public Company Limited”** with following details.

The details of bank account for subscription payment	
Account name	" SLM Corporation Public Company Limited"
Bank name	The Siam Commercial Bank Public Company Limited
Branch	Emquartier
Account type	Current
Account no.	468-1-04429-3

- The subscriber must not make payment before the subscription date.
- The subscriber makes payment at bank must submit bill payment/pay-in slip with the name and surname of the subscriber along with contact number and subscription documents to the Company as stated in Clause 2.1

#### 4 Required Documents for Subscription at the Company

- 4.1 Subscription form for the newly-issued ordinary shares, on which details are fully provided and the signature affixed.

The Company will deliver the subscription form for the newly issued ordinary shares to all existing shareholders in accordance with the date of determination of shareholders entitled to subscribe for the newly issued ordinary shares proportionate to their respective shareholdings (Record Date) on 17 May 2021. In addition, the shareholders may also obtain the subscription form for the newly issued ordinary shares at the Company or download such form from the Company's website ([www.chuosenko.co.th](http://www.chuosenko.co.th))

- 4.2 Certificate for the subscription right of the newly-issued ordinary shares issued by Thailand Securities Depository Company Limited ("TSD")
- 4.3 Cheque/cashier's cheque/draft or copy of the pay-in slip or transfer of money to the bank account (in the case that the payment for newly issued ordinary shares subscription is made by money transfer). On the back of the cashier's cheque, or pay-in slip, the subscriber is requested to write the name and surname of the subscriber along with his/her contact number enclosed with the subscription form.
- 4.4 In the case that the shareholder does not attach the Certificate for subscription of the newly issued ordinary shares according to Clause 4.2 and/or in the case that the shareholder name/surname are different from those names in accordance with the date of determination of shareholders entitled to subscribe for the newly-issued ordinary shares proportionate to their respective shareholdings (Record Date) on 17 May 2021, he/she shall attach the evidence issued by government authority, for example, letter of certificate, marriage certificate, divorce certificate, certificate for change of name/surname, etc. The subscriber shall attach the following documents:

(1) In the case of Thai individual

A certified true copy of identification card or government official/state enterprise employee identification card that has not expired or a certified true copy the first page and the page with identification number of house registration certificate.

(2) In the case of foreign individual

A copy of alien card or passport that has not expired, being certified true copy.

(3) In the case of Thai juristic person

- (a) A copy of affidavit issued by the Ministry of Commerce no longer than 12 months prior to the date of submission of the subscription form for the newly issued ordinary shares and supporting documents, certified by authorized person and affixed with the company's seal (if any); and
- (b) A certified true copy of documents specified in item (1) and (2) (depend on each case) of the authorized person who certifies true copy on the document in (3) (a).

(4) In the case of foreign juristic person

- (a) Copies of documents evidencing its incorporation, Memorandum of Association and/or the affidavit of the juristic person issued no longer than 12 months prior to the date of submission of the subscription form for the newly issued ordinary shares and supporting documents, being certified true copies by the authorized person of the juristic person and affixed with the company's seal (if any); and
- (b) A copy of passport that has not expired of the authorized person who certifies true copy on the documents specified in item (4) (a) above being certified true copy.

Certified copies of all documents must be certified by the Notary Public or any other authorized organization of the country in which the documents are issued or certified to certify the signature of the issuer or certifier of the documents, and the signature and seal of the Notary Public or any other authorized organization shall be certified by an official of the Thai Embassy or Consulate in the country in which the documents are prepared or certified, all of which must be not exceeding 12 months prior to the date of submission of the subscription form for the newly-issued ordinary shares and supporting documents.

In case of appointing a custodian as an authorized person(s), there shall be a power of attorney for the custodian. The subscription form and all supporting documents for subscription will then be signed by the custodian attaching together with the custodian's letter specifying the authorized person(s) and a certified true copy of identification card that has not expired or other documents that can identify such authorized person(s).

- 4.5 Power of attorney affixed with THB 30 stamp duty (in case of authorizing an attorney to act on his/her behalf) together with a copy of identification card of the subscriber and the attorney, being certified true copies.

In the case of the shareholder who subscribes for newly issued ordinary shares has not or has incompletely submitted the above required documents for subscription, the Company is entitled to treat that such shareholder has given up the right to subscribe newly issued ordinary shares of the Company.

In addition, the Company reserves the rights not to deliver the offering documents and to allocate the newly-issued shares to any subscriber if such delivery or allocation will be, or may cause the Company to

be, in violation of any laws, regulations or rules of a foreign country, or if such delivery or allocation will cause the Company to take any other steps or actions other than those necessary under Thai laws and regulations concerning the issuance and offering of securities.

## **5 Terms and Conditions of Subscription**

- 5.1 In the case that the shareholder subscribes for the newly issued ordinary shares pursuant to his/her right or less than his/her right, the shareholder who expresses such an intention to subscribe the newly issued ordinary shares pursuant to his/her right with round down or less than his/her right will receive the allocation of all newly issued ordinary shares for which he/she subscribes.
- 5.2 The shareholder who has subscribed and paid for the subscription is not permitted to cancel his/her subscription.
- 5.3 In the case that the subscription payment is made by a cheque/cashier's cheque/draft, the subscription payment will be deemed complete once the paying bank cashes out the amount specified in the cheque/cashier's cheque/draft, and the subscription for the newly issued ordinary shares will be deemed complete once the Company can collect the payment for the subscription.
- 5.4 If (1) the shareholder who subscribes for the newly issued ordinary shares is unable to pay for the subscription or the Company is unable to collect the payment of the whole or part of the subscription in any case within the subscription period and subscription payment, which is not the fault of the Company; or if (2) the shareholder who subscribes for the newly issued ordinary shares has incompletely or unclearly filled in the details in the subscription form for the newly issued ordinary shares, the Company is entitled to treat that such shareholder has given up his/her right to subscribe the newly issued ordinary shares. In this regard, the Company hereby reserves the right to further allocate such newly issued ordinary shares.

In making payment for the subscription, the shareholders shall closely examine the subscription payment method and proceed in accordance with conditions and method specified. If the shareholder fails to comply with the method for the subscription payment or fails to proceed in accordance with conditions and method specified, for the subscription payment to be collected within the subscription period, the Company is entitled to treat that such shareholder has given up his/her right to subscribe to the newly issued ordinary shares. In this regard, the Company hereby reserves the right to further allocate such newly issued ordinary shares.

- 5.5 The Company reserves the rights not to allocate the newly issued shares to any subscriber if such allocation will be, or may cause the Company to be, in violation of any laws, regulations or rules of a foreign country, or if such allocation will cause the Company to take any other steps or actions other than those necessary under Thai laws and regulations concerning the issuance and offering of securities.
- 5.6 Return of Subscription Payment

In the case that the shareholders who have subscribed for the newly issued ordinary shares and do not receive the allocation of the newly issued ordinary shares, the Company will proceed to return the

subscription payment for the portion of shares that has not been allocated or has not been fully allocated within 14 days from the end of the subscription period, without any interest and/or damages by issuing a crossed cheque made payable to the subscriber and deliver such cheque by registered postal mail to the address appears on the Company's shareholders database.

For the return of the money by a cheque, the subscriber will be responsible for the fee charged by the different Clearing House or the fee charged in relation to the bank's cheque (if any).

In case the Company cannot return the money to the subscriber within 14 days from the end of the subscription period, the subscriber shall receive interest rate of 7.5% per annum on the amount to be returned, calculated from the date following the last day of the 14 day period after the subscription period until the date of return. If a cheque delivered by the registered postal mail to the address appears on the Company's shareholders database, it shall be deemed that the subscriber has duly received the subscription payment for the portion of shares that has not been allocated or has not been fully allocated; and the subscriber shall not have the right to claim any interest and/or damages from the Company.

- 5.7 In the case that there are any problems, obstacles or limitations in the operation, the Company hereby reserves the right to change the details of method of the subscription payment, terms and conditions of subscription or any information relating to the subscription method of the newly issued ordinary shares as appropriate, by taking into account the utmost benefit of the subscription of the Company's newly issued ordinary shares.

## **6 Other Necessary Details for Shareholders in Making Decision to Purchase Newly Issued Ordinary Shares**

The Company shall proceed to register the paid-up capital increase of the Company with the Ministry of Commerce within 14 days after the end of the subscription period and submit an application for the listing of all newly issued ordinary shares on the Stock Exchange of Thailand later.

## **7 Other Important Information**

- 7.1 The name of the subscriber and the name of the owner of the securities trading account shall be the same. If the account number of the securities belongs to other person, the share(s) will not be able to be transferred into the account. In this regard, the Company reserves the right to issue the share certificate to such subscriber.
- 7.2 Please correctly specify the code of the broker to which the share(s) will be delivered. If the code is not correct, the share(s) will be sent to other broker, and the Company shall not be responsible for the possible loss or the delay in claiming back the share(s).
- 7.3 If the Company could not return the subscription payment to the subscriber within the specified period as a result which is not under the control of the Company, the Company shall not be responsible for any interest and/or damages and will return only the subscription payment to the subscriber who has

not been allocated or has not been fully allocated the shares from the Company, as described in Clause 5 “Terms and Conditions of Subscription”.

- 7.4 If a number of shares that the shareholder has specified in the subscription form for the newly issued ordinary shares does not match with the subscription payment received by the Company, the Company hereby reserves the right to use the number of shares based on the subscription payment.
- 7.5 For the subscriber who wishes to deposit his/her shares in the account of the Company, Member No. 600, the subscriber must provide all details in “additional documents for subscribers who would like to deposit shares into an issuer account only” (Attachment 4) to submit to Thailand Securities Depository Co., Ltd. However, if the subscriber does not complete these additional documents, the Company hereby reserves the right to issue share certificates in the name of the subscriber.
- 7.6 If you have any questions, please contact

Miss Saranya Noijaiboon (Company Secretary)

SLM Corporation Public Company Limited

No 165, The Racquet Club, Building 4, 4th Floor, Unit 401, Sukhumvit 49 (Klang) Alley, Klongton Nua Subdistrict, Wattana District, Bangkok 10110

Tel: 063-114-4445



Subscription Form No. ....

## Subscription Form for the Newly Issued Ordinary Shares of SLM Corporation Public Company Limited

Rights offering of 141,314,345 newly issued ordinary shares to the existing shareholders at a ratio of 1 existing ordinary share to 1 new ordinary share,  
at the par value of 0.50 Baht per share and the offering price of 0.50 Baht per share

Date of Subscription ☐ 8 June 2021 ☐ 9 June 2021 ☐ 10 June 2021 ☐ 11 June 2021 ☐ 14 June 2021

Information of the subscriber for the newly issued ordinary shares: please fill in complete and clear information below in legible handwriting

1 Subscription Form per  
1 Shareholder Registration No. Only

To: SLM Corporation Public Company Limited ("Company")

I/We (Mr., Mrs., Miss, Juristic person) ..... Shareholder Registration No .....

Identification card / Alien card / Passport / Juristic person registration number ..... Address shall be as appears in the Company's shareholders database in accordance with the share register book as of 17 May 2021 that the Company obtains from Thailand Securities Depository Co., Ltd. ("Company's Shareholders Database")  
Telephone Number ..... Mobile Phone ..... hereby subscribe for and request allotment of the newly issued ordinary shares in proportion to my/our shareholding as follows;

Subscription Type	Number of Shares Subscribed (Shares)	Subscription Price per Share (Baht)	Total Subscription Price (Baht)	Amount (in words)
<input type="checkbox"/> Subscribe less than entitled subscription right		0.50		
<input type="checkbox"/> Subscribe all entitled subscription right		0.50		
<input type="checkbox"/> Subscribe more than entitled subscription right		0.50		

I/We herewith submit my/our payment for subscription for the newly issued ordinary shares payable to "SLM Corporation Public Company Limited"

☐ Money Transfer to "SLM Corporation Public Company Limited" Siam Commercial Bank, Emquartier Branch, Current Account No. 468-1-04429-3☐ Cheque/cashier's cheque/draft (dated no later than 13 June 2021)

Cheque/cashier's cheque/draft No ..... Date ..... Bank ..... Branch .....

If the securities (newly issued shares) are allotted to me/us, I/we hereby agree to the following procedure: (please select only one method)

☐ **In the case of having a securities trading account:** Issue a security certificate for the allotted securities in the name of "Thailand Securities Depository Company Limited for Depositors" and arrange for participant's name ..... Participant No. ☐ ☐ ☐ to deposit such shares with Thailand Securities Depository Company Limited for my/our own securities trading account name ..... Account No. .... and I/we have an account with that company. (The subscriber's name must correspond to the securities trading account name. If the subscriber's name does not correspond therewith or the subscriber incorrectly or inconsistently fills in the securities trading account or the participant's number, a security certificate for the allotted securities will be issued in the name of the subscriber and delivered to the subscriber by registered mail to the name and address shown in the Company's Shareholders Database in accordance with the share register book as of 17 May 2021 within 15 business days from the end of the subscription period.)

**In the case of not having a securities trading account:**

☐ **Requesting a securities certificate:** Issue a security certificate for the allotted securities in my/our name and deliver it to me/us by registered mail to the name and address shown in the Company's Shareholders Database within 15 business days from the end of the subscription period, whereby I/we am/are willing to authorize the Company to take any act in order to issue the security certificate pursuant to my/our expressed intention.

☐ **Depositing into Account No. 600:** Issue a security certificate for the allotted securities in the name of "Thailand Securities Depository Company Limited" and deposit such securities with Thailand Securities Depository Company Limited, into the account of SLM Corporation Public Company Limited's Account No. 600. **To deposit into Account No. 600, please also fill in the form "Additional documents for subscribers who would like to deposit shares into an issuer account only" to be delivered to Thailand Securities Depository Company Limited.**

In the case that I/we have not been allotted the securities or have been allotted the securities in an amount less than the amount subscribed or have made payment in excess of the subscribed securities, I/we hereby agree to refund by **issuing the crossed cheque** made payable to me/us and delivering it by registered mail to the address appearing in the Company's Shareholders Database within 14 day from the end of the subscription period (By acceptance of the refund in the form of a crossed cheque, the subscriber might be responsible for any related fee when the cheque is processed for clearing).

I/we hereby undertake and agree to subscribe for the newly issued ordinary shares in the number as stated and shall not revoke this subscription. If I/we do not return this duly completed subscription form together with the supporting and the subscription payment to the Company within the stated subscription period or if the cheque/cashier's cheque/draft has not been honored, I/we shall be deemed to have waived my/our rights to subscribe for the newly issued ordinary shares.

Having read the notification for the right to subscribe newly issued ordinary shares as well as the Information Memorandum, I/we agree to be bound by the notification for the right to subscribe newly issued ordinary shares as well as the Information Memorandum currently enforced and/or as may be amended in the future.

**Investment in securities involves risks so you should ensure that you have thoroughly studied all information before deciding to make a subscription for the securities.**

Signed ..... Subscriber

(.....)

"Please fill in complete information; otherwise, you will be disqualified from the subscription"

Receipt for Subscription for Newly Issued Ordinary Shares of SLM Corporation Public Company Limited (This section must be completely filled in by the subscriber in proper handwriting script)

Subscription Date: ☐ 8 June 2021 ☐ 9 June 2021 ☐ 10 June 2021 ☐ 11 June 2021 ☐ 14 June 2021 Subscription Form No. ....

SLM Corporation Public Company Limited has received money from (Name of Subscriber) ..... to subscribe for the newly issued ordinary shares of SLM Corporation Public Company Limited. ☐ Subscribe less than entitled ☐ Subscribe all entitled ☐ Subscribe more than entitled

Total Number of Shares Subscribed (Shares)	Subscription Price per Share (Baht)	Total Subscription Price (Baht)	Amount (in words)
	0.50		

Made payable by: ☐ Money Transfer ☐ Cheque/cashier's cheque/draft (dated no later than 13 June 2021)

Cheque/cashier's cheque/draft no. .... Date ..... Bank ..... Branch .....

☐ Issue a security certificate in the name of "Thailand Securities Depository Company Limited for Depositors" Participant No. .... Securities Trading Account No. ....☐ Issue a security certificate in the name of "Thailand Securities Depository Company Limited for Depositors" and deposit in the Issuer's Account for my/our name - Account No. 600☐ Issue a security certificate in the name of the subscriber

In the case that I/we have not been allotted the securities or have been allotted the securities in an amount less than the amount subscribed for, I/we hereby agree to refund by issuing a crossed cheque made payable to me/us and delivering it by registered mail to the address appearing in the Company's Shareholders Database in accordance with the share register book as of 17 May 2021.

Officer's Name .....

Remark: Refrain from keeping the subscription documents with the bank where you paid.

BROKER			
ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name	ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name
002	บริษัทหลักทรัพย์ ทิสโก้ จำกัด TISCO SECURITIES COMPANY LIMITED	032	บริษัทหลักทรัพย์ เคทีบี (ประเทศไทย) จำกัด (มหาชน) KTB SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
003	บริษัทหลักทรัพย์ คันทรี กรุ๊ป จำกัด (มหาชน) COUNTRY GROUP SECURITIES PUBLIC COMPANY LIMITED	033	บริษัทหลักทรัพย์ ฟินันซ่า จำกัด FINANSA SECURITIES LIMITED
004	บริษัทหลักทรัพย์ ดีบีเอส วิกเคอร์ส (ประเทศไทย) จำกัด DBS VICKERS SECURITIES (THAILAND) COMPANY LIMITED	034	บริษัทหลักทรัพย์ ฟิลลิป (ประเทศไทย) จำกัด (มหาชน) PHILLIP SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
005	บริษัทหลักทรัพย์ แลนด์ แอนด์ เฮาส์ จำกัด (มหาชน) LAND AND HOUSES SECURITIES PUBLIC COMPANY LIMITED	038	บริษัทหลักทรัพย์ เออีซี จำกัด (มหาชน) AEC SECURITIES PUBLIC COMPANY LIMITED
006	บริษัทหลักทรัพย์ เกียรตินาคินภัทร จำกัด (มหาชน) KIATNAKIN PHATRA SECURITIES PUBLIC COMPANY LIMITED	048	บริษัทหลักทรัพย์ โอระ จำกัด (มหาชน) AIRA SECURITIES PUBLIC COMPANY LIMITED
007	บริษัทหลักทรัพย์ ซีจีเอส-ซีไอเอ็มบี (ประเทศไทย) จำกัด CGS-CIMB SECURITIES (THAILAND) COMPANY LIMITED	050	บริษัทหลักทรัพย์ เอเอสแอล จำกัด ASL SECURITIES COMPANY LIMITED
008	บริษัทหลักทรัพย์ เอเชีย พลัส จำกัด ASIA PLUS SECURITIES COMPANY LIMITED	051	บริษัทหลักทรัพย์ เอสบีไอ ไทย ออนไลน์ จำกัด SBI THAI ONLINE SECURITIES COMPANY LIMITED
010	บริษัทหลักทรัพย์ เมอร์ริล ลินช์ (ประเทศไทย) จำกัด MERRILL LYNCH SECURITIES (THAILAND) LIMITED	052	บริษัทหลักทรัพย์ จีเอ็มไอ-แซด คอม (ประเทศไทย) จำกัด GMO-Z COM SECURITIES (THAILAND) LIMITED
011	บริษัทหลักทรัพย์ กสิกรไทย จำกัด (มหาชน) KASIKORN SECURITIES PUBLIC COMPANY LIMITED	200	บริษัทหลักทรัพย์ เมย์แบงก์ กิมเอ็ง (ประเทศไทย) จำกัด (มหาชน) MAYBANK KIM ENG SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
013	บริษัทหลักทรัพย์ เคจีไอ (ประเทศไทย) จำกัด (มหาชน) KGI SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	211	บริษัทหลักทรัพย์ ยูบีเอส (ประเทศไทย) จำกัด UBS SECURITIES (THAILAND) LIMITED
014	บริษัทหลักทรัพย์ ไนมุระ พัฒนสิน จำกัด (มหาชน) CAPITAL NOMURA SECURITIES PUBLIC COMPANY LIMITED	213	บริษัทหลักทรัพย์ เอเชีย เวลท์ จำกัด ASIA WEALTH SECURITIES COMPANY LIMITED
015	บริษัทหลักทรัพย์ คิงส์ฟอร์ด จำกัด (มหาชน) KINGSFORD SECURITIES PUBLIC COMPANY LIMITED	221	บริษัทหลักทรัพย์ เมอร์ชันทน์ พาร์ตเนอร์ จำกัด (มหาชน) MERCHANT PARTNERS SECURITIES PUBLIC LIMITED
016	บริษัทหลักทรัพย์ ธนาชาต จำกัด (มหาชน) THANACHART SECURITIES PUBLIC COMPANY LIMITED	224	บริษัทหลักทรัพย์ บัวหลวง จำกัด (มหาชน) BUALUANG SECURITIES PUBLIC COMPANY LIMITED
019	บริษัทหลักทรัพย์ หยวนต้า (ประเทศไทย) จำกัด YUANTA SECURITIES (THAILAND) COMPANY LIMITED	225	บริษัทหลักทรัพย์ ซี แอล เอส เอ (ประเทศไทย) จำกัด CLSA SECURITIES (THAILAND) LIMITED
022	บริษัทหลักทรัพย์ ทริनिตี จำกัด TRINITY SECURITIES COMPANY LIMITED	229	บริษัทหลักทรัพย์ เจฟฟ์มอร์แกน (ประเทศไทย) จำกัด JPMORGAN SECURITIES (THAILAND) LIMITED
023	บริษัทหลักทรัพย์ ไทยพาณิชย์ จำกัด SCB SECURITIES COMPANY LIMITED	230	บริษัทหลักทรัพย์ โกลเบล็ก จำกัด GLOBLEX SECURITIES COMPANY LIMITED
026	บริษัทหลักทรัพย์ ยูโอบี เคย์เฮียน (ประเทศไทย) จำกัด (มหาชน) UOB KAY HIAN SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	244	บริษัทหลักทรัพย์ แมคควอรี (ประเทศไทย) จำกัด MACQUARIE SECURITIES (THAILAND) LIMITED
027	บริษัทหลักทรัพย์ อาร์เอชบี (ประเทศไทย) จำกัด (มหาชน) RHB SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	247	บริษัทหลักทรัพย์ เครดิต สวิส (ประเทศไทย) จำกัด CREDIT SUISSE SECURITIES (THAILAND) LIMITED
029	บริษัทหลักทรัพย์ กรุงศรี จำกัด (มหาชน) KRUNGSRI SECURITIES PUBLIC COMPANY LIMITED	248	บริษัทหลักทรัพย์ กรุงไทย ซิมิโก้ จำกัด KRUNGTHAI ZMICO SECURITIES COMPANY LIMITED
030	บริษัทหลักทรัพย์ ไอ วี โกลบอล จำกัด (มหาชน) I V GLOBAL SECURITIES PUBLIC COMPANY LIMITED	924	บริษัทหลักทรัพย์ ฟินันเซีย ไซรัส จำกัด (มหาชน) FINANSIA SYRUS SECURITIES PUBLIC COMPANY LIMITED

SUB-BROKER			
ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name	ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name
236	ธนาคาร ทิสโก้ จำกัด (มหาชน) TISCO BANK PUBLIC COMPANY LIMITED	243	บริษัทหลักทรัพย์ เพื่อดูรกิจหลักทรัพย์ 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
257	บริษัทหลักทรัพย์ ไทยพาณิชย์ จูเลียส แบร์ จำกัด SCB-JULIUS BAER SECURITIES COMPANY LIMITED		

CUSTODIAN			
ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name	ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name
301	ธนาคารซีทีแบงก์ เอ็น.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. BK-BOND
303	ธนาคารกรุงเทพ จำกัด (มหาชน) – ผู้รับฝากทรัพย์สิน BANGKOK BANK PUBLIC COMPANY LIMITED-CUSTODY	334	บริษัทหลักทรัพย์ เพื่อดูรกิจหลักทรัพย์ จำกัด (มหาชน) (คัสโตเดียน) TFSC SECURITIES PUBLIC COMPANY LIMITED - CUSTODIAN
304	ธนาคารฮ่องกงและเซี่ยงไฮ้ แบงกิง คอร์ปอเรชั่น จำกัด THE HONGKONG AND SHANGHAI BANKING CORP., LTD. BKK.	336	ธนาคารเกียรตินาคิน 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 เจฟฟ์มอร์แกน เชส (เพื่อค้าตราสารหนี้) JPMORGAN CHASE BANK (BOND TRADING)
316	ธนาคารไอซีบีซี (ไทย) จำกัด (มหาชน) INDUSTRIAL AND COMMERCIAL BANK OF CHINA (THAI) PUBLIC COMPANY LIMITED	343	ธนาคาร ซีไอเอ็มบี ไทย จำกัด (มหาชน) CIMB THAI BANK PUBLIC COMPANY LIMITED
320	ธนาคารดอยช์แบงก์ เอจี สาขากรุงเทพฯ – เพื่อรับฝากทรัพย์สิน DEUTSCHE BANK AKTIENGESELLSCHAFT BANGKOK BRANCH-CUSTODY SERVICES	345	ธนาคารธนาชาต จำกัด (มหาชน) THANACHART BANK PUBLIC COMPANY LIMITED
324	ธนาคารยูโอบี จำกัด (มหาชน) UNITED OVERSEAS BANK (THAI) PUBLIC COMPANY LIMITED	425	ธนาคารกรุงไทย จำกัด (มหาชน) (เพื่อลูกค้า) THE KRUNG THAI BANK PUBLIC COMPANY LIMITED (FOR CUSTOMER)
328	ธนาคารกรุงศรีอยุธยา จำกัด (มหาชน) BANK OF AYUDHYA PUBLIC COMPANY LIMITED		

**Additional documents for subscribers who would like to  
deposit shares into an issuer account only**

I/We .....

Identification card / Passport / Juristic person registration number.....

**In case the shareholder is individual**

1. Place of birth .....Country.....

2. Second nationality .....

3. Permanent address.....

Province/State/Region .....Country..... Postal.....

**In case the shareholder is juristic person**

1. Country of Incorporation .....

2. FATCA STATUS\* .....

(\*Please answer this questionnaire to bring information to fill in this field)

- In the case that the status of juristic person according to FATCA is Passive NFFE, please specify % holding of US shareholders .....

- In the case that the status of juristic person according to FATCA is PFFI or RDCFFI, please specify GIIN number .....

I/We wish to deposit securities into the issuer account. I hereby certify that the information stated above is true. If depositing the securities into the Issuer account causes any damage to the Thailand Securities Depository Company Limited for any reason, I accept the guilt and fully compensate the Thailand Securities Depository Company Limited. Moreover, I acknowledge that the Thailand Securities Depository Company Limited may disclose the information contained in this document to the Revenue Department or other authorities with legal authority, including agencies that have an agreement with the Thailand Securities Depository Company Limited in requesting to view such information.

Signed ..... Shareholder

(.....) Tel. ....

## 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.

I/We agree to notify and provide relevant documents to TSD within 30 days after any change in circumstances that causes the information provided in this form to be incorrect, or after the date that TSD has requested for additional document/information/ consent.

Sign..... shareholder

(.....) Tel. ....

บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด Thailand Securities Depository Co., Ltd.

93 ถนนรัชดาภิเษก แขวงดินแดง เขตดินแดง กรุงเทพฯ 10400 SET Contact Center +662 009 9999 โทรสาร: +662 009 9991  
93 Ratchadaphisek Road, Dindaeng, Bangkok 10400 Email: SETContactCenter@set.or.th Fax: +662 009 9991

## 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 and <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>													
[ ]	<p>2.8 I am a non-financial institution whose main income <b><u>is from investing</u></b>.          I certify that I am not incorporated in the U.S. and not a financial institution and <b><u>exceeding half of my income</u></b> as stated in my latest financial statement are derived from the abovementioned four groups of income <u>or</u> <b><u>exceeding half of my assets</u></b> as stated in my latest financial statement can generate incomes in the abovementioned four groups of income.          I also hereby declared my U.S. ownership as follows;          [ ] I <b>do not</b> have any owner/shareholder who is a U.S. person <u>or</u>          [ ] 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												
[ ]	<p>2.9 I am not eligible for any status provided above          I have herewith attached W-8BEN-E with the status of _____</p>	Others												

**Information Memorandum on the Capital Increase and Allocation of Newly Issued Ordinary Shares  
of SLM Corporation Public Company Limited**

**Section 1**

**Information on the Allocation of Newly Issued Shares**

**1. Capital increase**

The 2021 Annual General Meeting of Shareholders of SLM Corporation Public Company Limited (the “Company”), held on 27 April 2021, approved the increase in the Company’s registered capital in amount of 70,657,172.50 Baht from 70,657,172.50 Baht to 141,314,345 Baht by issuing new ordinary 141,314,345 shares, at a par value of 0.50 Baht per share, totaling 70,657,172.50 Baht.

**2. Allocation of newly issued shares**

The 2021 Annual General Meeting of Shareholders of the Company resolved to approve the allocation of not exceeding newly issued ordinary 141,314,345 shares at the par value of 0.50 Baht per share in the type of specifying the purpose of utilizing proceeds to existing shareholders in proportion to their respective shareholdings (Rights Offering). In this regard, the Company determined the allocation ratio at 1 existing ordinary share to 1 newly issued ordinary share (the total number of shares for the allocate is 141,314,345 shares) with the offering price at 0.50 Baht per share, which the offering price of shares is equal to the par value of the share. The details of the subscription of the newly issued ordinary shares are as follows:

**2.1 Details of the allocation of newly issued shares**

Allocated to	Number of Shares	Ratio (Existing : New)	Offering Price (Baht per share)	Date and Time of Subscription and Payment
The Company’s Existing Shareholders proportionate to their Shareholdings (Rights Offering)	not exceeding 141,314,345	1 : 1	0.50 Baht	8 – 14 June 2021 (total 5 business days) at 10.00 a.m. - 4.00 p.m.

Remark: The 2021 Annual General Meeting of Shareholders approved to authorized the Board of Directors to take any action relating to the allocation of the newly issued ordinary shares, which include consideration and determination of the details of the allocation of newly issued ordinary shares for the increase of the registered capital, such as the date for determination of shareholders’ entitled to subscribe for the newly issued ordinary shares (Record Date), period of the offering, payment of subscription price, other conditions and

details in connection with the allocation of such newly issued ordinary shares for the increase of the registered capital.

## **2.2 The Company's operation in the case of there is any fraction of shares**

The fraction of shares will be discarded and in the case where there are unsubscribed newly issued ordinary shares from the first-round allocation, the Board of Directors and/or the person designated by the Board of Directors have the power and discretion in the allocation of those unsubscribed newly issued ordinary shares to the shareholders who express the intention to subscribe for the shares in excess of their entitlement in accordance with their shareholding ratio until all shares are fully subscribed, the allocation cannot be done due to the fraction of shares, or until none of the shareholders wishes to subscribe for those remaining shares.

## **2.3 Number of remaining shares that have not been allocated**

- None -

## **3. The scheduled date of the closing of the share register book and the suspension of shares transfer for the subscription rights of the newly issued ordinary shares to existing shareholders**

The Company has scheduled the date to determine the names of the shareholders who will have subscription rights and will be entitled to obtain the allocation of newly issued ordinary shares (Record Date) to be on 17 May 2021.

## **4. The schedule of the subscription date and payment date of newly issued ordinary shares**

The Company schedule the subscription date and payment date of newly issued ordinary shares between 10.00 a.m. - 4.00 p.m. on 8 - 14 June 2021 (total 5 business days).

## **5. The objectives of capital Increase and exercise of increased capital**

The Company has necessity to raise fund for operating expenditure, additional budget for team expansion to support growing services of the Company and for additional investment in the main business of the Company and for the Company to be able to complete against other operators in the industry.

## **6. Benefits which the Company will obtain from Capital Increase and the allocation of the newly issued shares**

The proceed from the issuance and offering of newly issued ordinary shares will directly affect the ground for possible delisting of the ground financial conditions not meeting requirements of the SET because the financial statement of the year 2020 indicate a negative shareholders' equity. The Company try to operate and develop the business in order to restore the qualifications per the requirements of the SET and be able to resume trading.

Therefore, the issuance and offering of newly issued ordinary shares will be an important portion of Company's capital as the operating expenditure and expansion budget for the main business for the Company to be able to complete against other operators in the industry, resulting in increase of revenue and better and continued operation of the Company and benefiting the shareholders of the Company in long term.

**7. Shareholders' benefits from the capital increase and the allocation of newly issued shares**

**7.1 Dividend policy**

The Company's policy is to pay its dividend to shareholders at a rate approximately not lower than 50 percent of its net profit based in the Company's financial statements after deducted corporate income tax and after deducted statutory reserves each year. In case there is no need to use proceed in any other situation and the dividend payment meanwhile must not materially affect the Company's normal operations.

**7.2 Entitlement to dividends from operations**

The subscriber of the newly issued ordinary shares will be entitled to receive dividends from the Company's business operation after the subscriber's registration as a shareholder of the Company.

**8. Other necessary information for shareholders' decision on whether to approve the capital increase/ the allocation of newly issued ordinary shares**

-None-

## Section 2

### Basic Information of SLM Corporation Public Company Limited

#### 1. Name and Location of the Company

SLM Corporation Public Company Limited is located at No. 165, The Racquet Club, Building 4, 4<sup>th</sup> Floor, Unit 401, Sukhumvit 49 (Klang) Alley, Klongton Nua Subdistrict, Wattana District, Bangkok 10110

#### 2. Business Overview of the Company

##### 2.1 Business Overview

SLM Corporation Public Company Limited (old company name was Chuo Senko (Thailand) Public Company Limited) started its journey into advertising business with being an agent broker and provide a full-service advertisement since 1963. In the past, the Company has created a lot of advertising works for famous products.

In 2017, another change was made following the resignation of the Chairman of Executive Committee in December 2017, the change in the Board of Executive Committee in January 2018, and the changes in major shareholders in June 2018. After taking the position of new Management, the Management found many unusual transactions. The former management prepared and presented the consolidated financial statements that did not meet the financial standard, causing the current management had to prove their investments and check the legal status of various transactions. After adjustment the transactions, cancellation of subsidiaries and associates (Deconsolidation), and reclassification, it shown that as of December 31, 2017 the Company had only 2 subsidiaries which were Digital Dream Company Limited, and Ad Asia Advertising (S) Pte. Ltd. During the year 2017, there was one selling investment transaction; the sale of investment in Foresee Company Limited by former management.

After the change of the Management, the Company still maintained a guideline for advertising business. In the third quarter of 2018, the Company started to set up a Sales and Marketing Department to support services as a sales representative for customers. And the Company began to recognize revenue from the service. The Company provided sales and marketing services to companies operating online variety show producers under service contracts which acts as a sales department for customers. At the same time, the Management is still urgently working on solving the Company's past problems

In February 2020, the Company started to expand the scope of service by entering the production business. The Company has switched to the service as a full-service online media producer, contract production of video media, online article preparation, and online media management. The contract was made to acquire the right to use an online broadcasting channel with a large number of followers. Including the right in popular programs in the aforementioned channels. In this regard, the Company can support the production of integrated advertising media with 4 main types of online broadcasting channels which are YouTube

channel, Facebook channel, Instagram channel, and Website channel. The Company will present video clips through the channels under the names Goodday official, Tigercry, Happy Retire, and Bad Official.

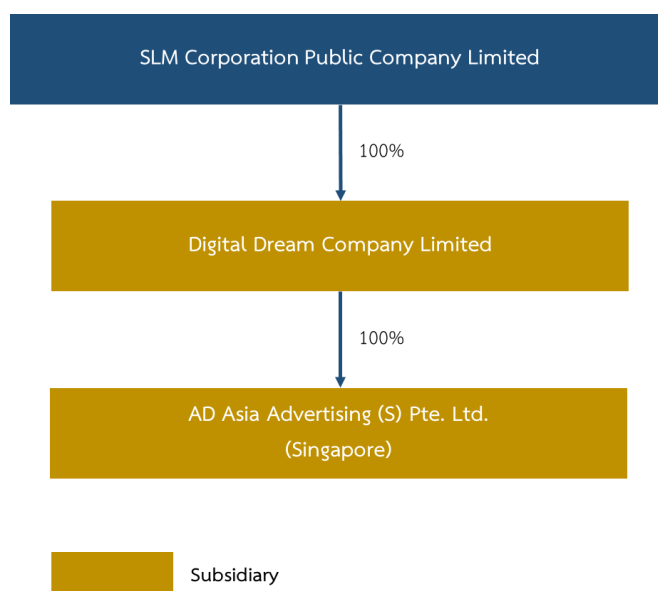
The Company operates business under the Vision and Mission as the Board of Directors considered and reviewed the Vision and Mission as follows:

Vision: “Creating content that responds to the lifestyle of Thai people creatively in order to spread out to the world society”

Mission: “Creating works and developing personnel to inspire an initiative, and extending the business of Thai people widely”

## 2.2 Structure of the Company Group

The structure of the Company Group as of 31 December 2020



During the year 2020, the Company did not have any additional investment purchases, change in investment, and there is no transaction to dispose of investments.

## 2.3 Revenue Structure of the Company and Subsidiaries

The revenues included in the financial statements from the year 2018 to the year 2020 of the Company and each of its subsidiaries as follow:

Company's Name	Country of Incorporation	% of ownership interest	2020		2019		2018	
			Million Baht	%	Million Baht	%	Million Baht	%
<b>SLM Corporation Public Company Limited</b>	Thailand	-						
- Services income			96.25	93.86	9.00	72.23	5.00	50.81
- Other income			6.30	6.14	2.75	22.07	4.61	46.85
<b>Digital Dream Co., Ltd.</b>	Thailand	100%						
- Services income			-	-	-	-	-	-
- Other income			-	-	0.71	5.70	0.23	2.34
<b>Ad Asia Advertising (S) Pte Ltd.</b>	Singapore	100%						
- Services income			-	-	-	-	-	-
- Other income			-	-	-	-	-	-
<b>Total</b>			<b>102.55</b>	<b>100</b>	<b>12.46</b>	<b>100</b>	<b>9.84</b>	<b>100</b>

## 2.4 Nature of Business

In 2020, the Company operates 3 main businesses as follow:

1. Income from Online Content
2. Income from Production Service
3. Income from Other Services

The revenue structure of the Company for the year 2018, 2019 and 2020 can be summarized as follows:

Unit: Million Baht

Income by service	2020		2019		2018	
	Amount	%	Amount	%	Amount	%
Strategic Planning and Research Service <sup>1</sup>	-	-	9.00	72.23	5.00	50.81
Online Content Service	89.05	86.84	-	-	-	-
Production Service	1.93	1.88	-	-	-	-
Other services <sup>2</sup>	5.27	5.14	-	-	-	-
Other Income	6.30 <sup>3</sup>	6.14	3.46	27.77	4.84	49.19
<b>รวมรายได้</b>	<b>102.55</b>	<b>100</b>	<b>12.46</b>	<b>100</b>	<b>9.84</b>	<b>100</b>

*Remark:*

1) Strategic Planning and Research Service is a service provided by the Company to act as a sales department for customers. The Company must be involved in assisting customers in business planning, being a consultant to develop products or services of customers, targeting groups to be suitable for products and services and liaison with third parties to bring in more users or buyers.

2) Other service income will consist of Income from exchange of goods and services, and income from other works of artists and performers who are not affiliated with the media or company programs.

3) Other income will consist of income from providing media production services, pre-production and production approximately 1.18 million Baht, refund of court fines for late submission of financial statements, and adjust the accrued expense item, totaling 0.43 million Baht. Other income from offset transactions and amortization of accounting items in the amount of 4.40 million Baht and others in the amount of 0.29 million Baht.

#### **2.4.1 Income from Online Program**

Since February 2020, the Company has leased the production rights and developed programs published online, including managing, and maintaining online media channels such as YouTube, Facebook, Instagram, and Tiktok. The medias have gained popularity and has many followers. The Company receives revenue from selling advertisements to customers in order to promote their products and services in various programs that are broadcast in the media which the Company has obtained the right. And it also includes the income and fees received from promoting Facebook posts.

##### **1) Products or Services**

The Company has 3 main online broadcasting channels of the Company's programs as follows.

##### **1.1) Youtube channel**

YouTube is the world's leading video platform where users can upload video, clip, and broadcast live (Live Streaming), content of various programs. The Company has rented 4 YouTube channels, including the rights of the programs in the said channel as detailed below.

- Goodday Official consists of Lang Too Yen program, TGIF program, The Sleep Over Show program, Kodey program, The Camper Dude program, G Music program, Rap Chom Sing Tee Nasonchai program, Paloy Can Do program, Teaw Mua Sua program, TattooUKnow program, Sam Thahan Sia program, Saksit Things program, Itmild program, Fuwa Fuwa program, Patrick program, Paloy Can Do program, and What the Food program
- Tiger Cry consists of Tigercry program which has 4 main presenters; and Ed7vi, Cutto Solo and Natty program which is program of 3 presenters.
- Happy Retire consists of Happy Retire program which has 4 mums namely, Mae Oh, Mae Chi, Mae Nam, and Ma Ma.
- Bad Official consists of Okwego program, UNgan program NongMax program, and MaxPhat program

### 1.2) Facebook channel

In social media, Facebook is the world's leading network which the Company manages the pages of the Goodday Official channel, including separate pages of various programs such as The Sleep Over Show program, Okwego program, NongMax program, and Tigercry program on the Page. The Company will present clips of various programs that broadcast on YouTube or as a sub-clip from the clip that was broadcast on YouTube as another channel to present the program, and to increase income-generating channels for sponsoring sales and advertising to customers.

### 1.3) TikTok channel

TikTok is a popular Chinese application all over the world and the number of downloaders is constantly increasing. The Company will manage the user account under the name Goodday.official. The user account is a partner with TikTok who has various privileges. As a result, the Company can add more channels to generate more income from advertising work offerings.

## 2) Target Customer

The company still emphasizes on all customer groups both new and old customers. Even though the Company has lost past clients from the sale of investments. Therefore, during the year 2019 the Company has to contact customers to build a customer base continuously.

Income from Online Content comes from selling advertising ideas to customers. By customer group who buy, advertise, and promote products or services with the Company can be divided into 2 groups:

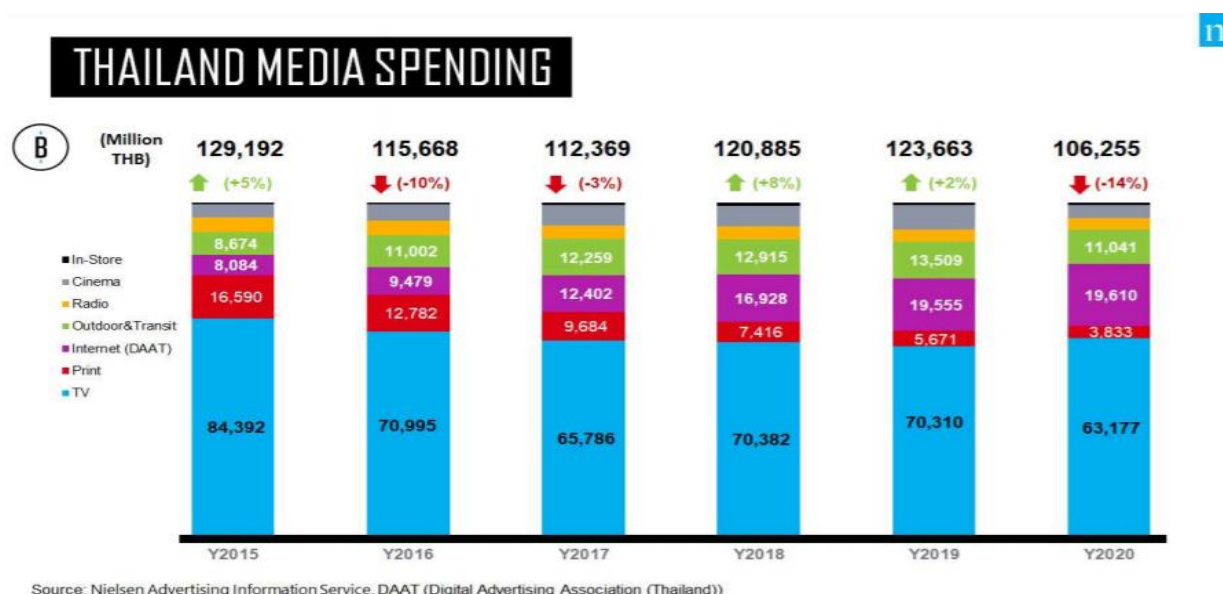
2.1) Agency is a company that specializes in advertising. Most of them will be responsible for planning the production of advertising for clients. The advertising agency has the expertise in advertising planning for clients, large enterprise, government organization or state enterprise. They will hire an advertising agency to be all marketing planners both online and traditional formats. Advertising agents will be able to set a clear marketing budget for their clients. And these agencies will hire Company to produce advertisements.

2.2) Product or Service Owner (Direct Customer) is direct owner of products or services that do business in a variety of industries such as, consumer products, cars, banks, and life insurance. The business owner will contact the Company to purchase advertisements directly. Some business owners may have clear advertising guidelines or may not have a clear guideline. Therefore, they would like to consult with the Company directly. This customer group is smaller than an advertising agency and have a limited advertising budget.

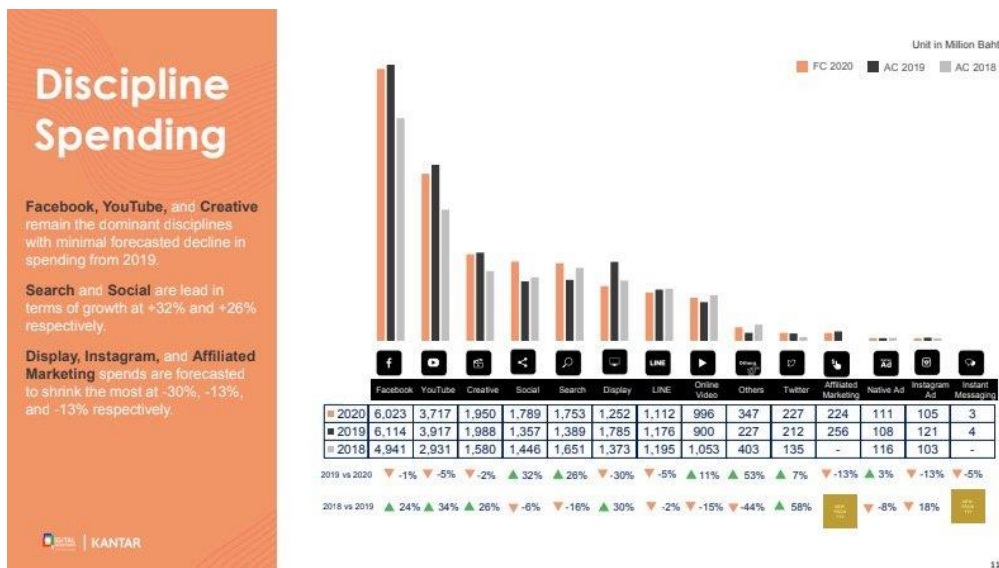
The Company believes that providing quality service to customers on an ongoing basis will bring the Company and customers closer. Customer success is part of the Company's growth. The Company will focus on creative advertising in order to reach the target audience. When the customer is successful and receives good service, customers will choose to continue using the services of the Company.

## 2.5 Industry Outlook and Competition

In 2020, the coronavirus disease (COVID-19) affected consumer spending, including advertising and media spending. It was the first time in 10 years that advertising spending has dropped 14% with a total spending of 106,255 million Baht from 123,663 million Baht.



TV was still the media with the most widespread advertising spending of 63,177 million Baht, followed by digital media 19,610 million Baht, outdoor media 16,032 million Baht, print media 3,833 million Baht and radio 3,602 million Baht. In the midst of the situation, Outdoor media were the most affected, decreased by 31%, while the print media, decreased to 32%, although the number was greater, but it was a trend contraction for many years in a row. The reason for the decline in outdoor media spending was the fact that people have to stay at home. With money flowing into digital media, most of them were in the lifestyle, news, and entertainment websites.



However, Facebook and YouTube remained the main platforms that brands choose to communicate with consumers. With the investment value representing a total of 60% of the investment in 14 types of digital media. It was forecast that Social and Search will grow 32% and 26% respectively.

Even though, Facebook and YouTube were still the main channel but this year, other channels have better growth than the 42% decline in advertising spending last year. The key factor is TikTok that helps it grow. Due to TikTok has been popular since the end of 2019 until the COVID-19 period with the nature of the User Generated Content platform. Brands can work with influencers in the form of challenges or campaigns rather than direct advertising.

However, the research firm (Kantar) believes TikTok's just an alternative platform rather than becoming the main platform like Facebook and Google.

The forecast for the year 2021 estimates the value of advertising that may occur in the best case, worth 1.7 billion Baht. The growth from the year 2020 is approximately 3%. If the "Worst Case" occurs, the long continuation of the COVID-19 epidemic will result in a sluggish economy throughout the first quarter of 2021 until the second quarter of 2021 as well. It is expected that if such a situation occurs, advertising spending will continue to be "negative".

## 2.6 Risk Factors

There are significant risk factors which may be affected the Company and investors directly as following details:

### Business Risk

#### 1) Business Continuity Risk

In 2016, the Company sold the investment in businesses related to the Company's core business which affected the operating results directly in 2017 and continuing to the year 2018 and 2019. In February 2020,

the Company expanded its service scope to become a one-stop online media production service provider. Thus, the Company recognized service income of 96.25 million Baht, increase of 87.25 million Baht when compared to the same period of the previous year with service income of 9.0 million Baht. The situation of the coronavirus infection (COVID-19) epidemic, the Company had directly affected by the operating results of the Company. Due to the decreasing of demand for services, it effected on service income which was less than the company's estimate. As a result, the Company still had a loss ending on December 31, 2020 in the amount of 26.10 million Baht.

However, the management team believes that if the COVID-19 epidemic is likely to improve, the demand for services related to the Company's online media will gradually increase from the year 2020. In the year 2021, the Company is confident that it will be able to resolve the grounds for delisting in accordance with the schedule of the Stock Exchange of Thailand. And the management team will accelerate action to ensure the Company has stable and sustainable performance in accordance with the guidelines of the Stock Exchange of Thailand.

## **2) Management Risk that Relies on Executive**

The Company's service work has the image attached to the key management of the company, Mr. Autthapol Pohundratanakul. Because he has played an important role in making the Company's work well known and accepted in the industry, and the Company has clearly improved operating results. In February 2020, he was appointed as the Executive Director. The Company had service income of 96.25 million Baht, compared with service income in 2019 of 9.0 million Baht. If the Company loses him, it may affect the management and operation of the Company. However, the Company is in the process of decentralizing the management power, setting the scope of duties and responsibilities for executives in various departments according to knowledge, ability, and experience in order to reduce the risk that relies on such executive.

## **Personnel Risk**

### **3) Risk from Relying on Specialized Personnel**

Advertising business is a service business which relies heavily on personnel to conduct business such as, sales and customer care (Account Executive), creative, production, editing and special effects. These people will be in charge of strategy, creativity and productivity. If there is a loss of key personnel, the Company will be seriously affected. To reduce the loss of key personnel, the Company has established various important measures which the Company has set as a policy to be used continuously to reduce the risk of losing personnel as follows:

#### **A) Promoting growth opportunities in the organization**

To continuously strengthen the efficiency of operation, and to promote the new generation with knowledge and abilities and have the intention to be a part of the success of the Company both now and in the future. The Company offers its selected employees the opportunity and the right to become the next generation of executives in the Company.

#### B) Opportunities for position relocation

The employees who are knowledgeable and desire to contribute to the success of the Company but later find themselves inadequate for their current job position. The Company offers these employees the opportunity to relocate their positions as appropriate. And to increase the work ability in a new position, the Company also offers these employees the opportunity to receive training in the necessary content for those new missions.

#### C) Giving award to support the creation of work

Giving award to support the creation of work is one of the Company's ongoing activities. To encourage employees, promote teamwork, and promote the creation of work which will bring good reputation and income to the Company.

#### D) Organizing activities within the company

The Company organizes both in-office and out-of-office activities among employees of various departments. The Company focuses on organizing activities that encourage employees to know the executives, to know each other, to feel like they are a part of the Company and always be a team. Activities organized annually and all employees can participate, namely New Year's party.

### **4) Risks from Competition with Other Advertising Media Providers and Changes in Consumer Behavior**

There are many new media providers emerging. This causes intense competition in the advertising media business. If the Company is unable to respond and adapt quickly to such high competition, the competition will have a significant impact on the business, financial position, and operating result. Moreover, nowadays the consumer behavior has changed greatly. This causes the media service providers to adapt in order to be able to meet the needs of their customers, and able to present effective work.

Executives and the Board of Directors foresaw the current high competition in the advertising business. Thus, the Company looks for a modern advertising business, high growth rate, few competitors, and still be able to meet the needs of customers and changes in consumer behavior. As a result, in 2020, the Company entered its business as a full range of online media advertising producer. Then, the Company can quickly increase the service income through obtaining administrative rights and producing popular online programs. Moreover, the Company appointed new executives with expertise in media production. Thus, making the Company more competitive.

### **Financial Risk**

#### **5) Liquidity Risk**

In 2020, the Company still had a risk that it may not be able to fulfill obligations upon maturity as the Company cannot provide enough funding within the specified period, which will cause direct damages to the Company. The factors that affect the Company's liquidity are the continuous results from the

obligations that have not been repaid as scheduled, the investments that do not generate returns in the past, accrued expenses from the previous year, and expenses for the preparation of financial statements and advisory fees. And because of the past performance, the Company's unable to borrow money from financial institutions. Thus, the Company mainly relied on the money from the capital increase.

However, the Company has closely monitored the level of working capital by the preparation of cash inflows and outflows estimation regularly to aware the future liquidity needs and have sufficient preparation time to find a timely solution to the liquidity problems as well as strictly cost reduction. Meanwhile, the new executives are fully accelerating the business in order to have good operating results and enable the Company to have a strong and sustainable business and has the potential to compete with other operators.

#### **6) Legal Dispute Risk**

On 25 December 2019, Chuo Senko Advertising (Thailand) Co., Ltd. (Plaintiff) filed a civil case against the Company for breach of Network Service Agreement. The Company was claimed for damages of 166.4 million Baht with interest rate of 7.5% per year from the filing date, totaling 191.1 million Baht. The Company's legal advisor commented that the said Network Service Agreement has not yet been effective. Due to the agreement states that it must be approved by the Board of Directors meeting of the Company. Subsequently, on 7 February 2020, the Company submitted the defendant's testimony and the counterclaim that the contract was invalid. Because the conditions precedent as mentioned above have not happened.

On 23 December 2020, the Court of First Instance issued a judgment dismissing the plaintiff and dismissing the defendant's counterclaim which the parties have the right to appeal the judgment. Later, on 28 January 2021, a representative of the Company filed an appeal of the judgment. For the Court of Appeal to amend the judgment of the Court of First Instance to dismiss the plaintiff. And to enforce the case according to the counterclaim, the plaintiff must pay back the defendant in the amount of 1,950,000 Baht.

#### **Risk that affect the rights or investment of shareholders**

##### **7) Risk that may not be able to pay dividends in the near future as the Company has large accumulated loss**

The fiscal year 2019, the Company was in the net loss from its operating results in the amount of 432.94 million Baht. The continuing loss for six consecutive years due to the provision for impairment of investments, provision of an allowance for loss in a subsidiary that has suffered a loss, provision of an allowance for doubtful accounts based on the expected unrecognizable amount, and loss during the period. Thus, in 2020, the Board of Directors proposed to the 2020 Annual General Meeting of Shareholders to consider and approve the transfer of the legal reserve and the transfer of the surplus on ordinary shares to compensate for the accumulated loss of the Company, and to consider and approve the change in the par value. The shareholder meeting approved the transfer of the legal reserve of 11,250,000 Baht and the surplus on ordinary shares of 80,962,500 Baht to compensate for the accumulated loss of the Company,

and approved the change of par value to 0.50 Baht per share in order to bring capital from capital reduction to compensate for the discount on share capital and accumulated loss. As a result, the accounting period of the year 2020, the Company had accumulated losses at the end of the period of 90.45 million Baht.

After the adjustment, there will be a significant decrease in the retained loss but still appears accumulated losses. Thus, shareholders are at risk of not receiving dividends in accordance with the determined dividend payment policy for at least 3 years. If the Company can improve its operating results to meet the requirements of the Stock Exchange of Thailand, the Company will be able to reduce the accumulated losses and able to pay dividends to shareholders in the near future.

**8) Risk from financial status or operating result that are not in line with the SET's regulations.**

**As a result, securities cannot continue to be traded on the Stock Exchange**

As of 31 December 2017, the Company had the shareholders' equity in the amount of -37.09 million Baht, which the Stock Exchange of Thailand will allow the Company to carry out its rehabilitation of operations and financial conditions for a period of three years comprising three stages which lasts one year each. The Company may request for one-time extension for not exceeding one year (total period does not exceed 4 years). As of 5 March 2021, the Company is in the scope of need to improve the financial position and operation phase 3 (NC phase 3). If the Company is unable to resolve the grounds of possible delisting within the given period, the SET will consider delisting of the Company's securities.

On 31 December 2020, the Company still had a minus shareholders' equity or capital deficiency in an amount of 18.34 million Baht. The Company received money from the capital increase offering during 27 - 31 January 2020 before deducting expenses equal to 35,328,572.20 Baht. But it's not enough to bring back the positive shareholders' equity. Caused by a result of loss during the period of 26.97 million Baht. Therefore, The Board of Directors proposed the 2021 Annual General Meeting of Shareholders to consider and approve the increase of registered capital and the allocation of the newly issued ordinary shares of the Company in the amount of 70,657,172.50 Baht from the existing registered capital of 70,657,172.50 Baht to new registered capital of 141,314,345 Baht. The Company receives such approval from the shareholders' meeting and offers 141,314,345 newly issued ordinary shares at the par value of 0.50 Baht per share offered to existing shareholders in proportion to their respective shareholdings (Rights Offering). The Company determines the allocation ratio as 1 existing share to 1 newly issued ordinary share with the offering price at 0.50 Baht per share.

Executives believe that if the offering of the Company's newly issued ordinary shares smoothly, the Company will be able to resolve the grounds for delisting by 2021. To meet the requirements of the Stock Exchange of Thailand, the executives will continue to accelerate the work to generate stable and sustainable income to the Company.

### 3. Names of Directors, Executives and 10 Major Shareholders

#### Name of Directors

The Company's Board of Directors consists of 8 directors as follows:

Name		Position
1.	Mr. Khan Prachaubmoh	Chairman of the Board of Director, Independent Director, and Audit Committee
2.	Mr. Supasit Pokinjaruras	Director, and Chairman of Executive Committee
3.	Mr. Autthapol Pohundratanakul	Director, and Executive Committee
4.	Mr. Narut Wiwattanakrai	Director, and Executive Committee
5.	Mrs. Rassarin Pokinjaruras	Director, and Executive Committee
6.	Mr. Chamnarn Wangtal	Independent Director, and Chairman of Audit Committee
7.	Ms. Yaowarote Klinboon	Independent Director, and Audit Committee
8.	Mr. Sa-nga Tanti-amornphong	Independent Director, and Audit Committee

#### Name of Executives

The Company's executives consist of 4 persons as follows:

Name		Position
1.	Mr. Autthapol Pohundratanakul	Chief Executive Officer, and Director of Online Media Production
2.	Mrs. Rassarin Pokinjaruras	Managing Director, Acting Director of Television Series, and Acting Director of Support
3.	Mr. Narut Wiwattanakrai	Financial Director
4.	Ms. Rattawan Kangsadarmporn	Sales and Marketing Director

#### Shareholders

As of 22 March 2021 (the recent Record Date), the Company's first 10 shareholders are as follows:

Name of Shareholders		Number of shares	Percentage of shareholding
1.	Mr. Narut Wiwattanakrai	34,997,912	24.77
2.	Mr. Tan Vutithum	31,147,256	22.04
3.	Ms. Montika Mongkolnavin	8,000,000	5.66
4.	Mr. Chanon Wangtal	7,397,000	5.23
5.	Ms. Saranya Noihaiboon	6,110,600	4.32
6.	Ms. Kamonnat Kaewsurin	5,568,952	3.94
7.	Mr. Nutpaphat Ketchaimongkol	4,200,000	2.97

Name of Shareholders		Number of shares	Percentage of shareholding
8.	Mr. Apichai Hiruntrakun	3,434,132	2.43
9.	Bloom Well Corporation Limited	3,145,955	2.23
10.	Mr. Ronasit Poomma	2,851,352	2.02
Total		106,853,159	75.61

#### 4. History of Capital Increase over the past 3 years

The Company registered its capital increase over the past 3 years as follows:

Unit: Baht

Year	Registered Capital before Changes	Changes	Registered capital after changes	Paid-up Capital before Changes	Changes	Paid-up Capital after Changes
2018	337,500,000	776,240,525	1,113,740,525	337,497,130	775,240,915	1,112,738,045
2019	1,113,740,525	2,419,119,505 <sup>1</sup>	3,532,860,030	1,112,738,045	653,691,9702	1,766,430,015
2020	3,532,860,030	(3,462,202,858) <sup>2</sup>	70,657,172	1,766,430,015	(1,695,772,843)	70,657,172

##### Remark

<sup>1</sup> The Extraordinary General Meeting of Shareholders No.2/2019 as passed a resolution to decrease capital at the amount of Baht 459,046,075 from registered capital of Baht 2,225,476,090 to Baht 1,766,430,015 by canceling 91,809,215 shares authorized but unsold, at a par value of Baht 5 per share and also approved the capital increase at the amount of Baht 1,766,430,015 in order to reserve for Right Offering for the increase of the registered capital in a form specifying the objective for the use of registered capital in the amount not exceeding 353,286,003 shares.

<sup>2</sup> At the Board of Director's Meeting No. 11/2019, held on November 12, 2019, approved the allocation of newly issued common shares to existing shareholders proportionate to their respective shareholdings (Rights Offering) in amount of 353,286,003 shares. The Company received the payment for share subscription in amount of 353,285,722 shares at Baht 0.1 per share totaling Baht 35.3 million in January 2020. The Company had registered the change of paid-up share capital from Baht 1,766,430,015 to Baht 3,532,858,625.

At the 2020 Shareholders' Meeting held on July 2, 2020, approved

- to decrease of the registered share capital of the Company in amount of Baht 1,405 from its registered share capital of Baht 3,532,860,030 to Baht 3,532,858,625 by eliminating the registered common share which have not been sold in the amount of 281 shares with the par value of Baht 5 per share.

- to change the par value of common share from Baht 5 per share to Baht 25 per share by merging par value on a basis of 5:1. The result of such changing is made the Company's share capital from 705,571,725 common shares, at par value Baht 5 per share to 141,314,345 common shares, at par value Baht 25 per share.

- to decrease the registered share capital of the Company amounting to Baht 3,462,201,453 from its register share capital of Baht 3,532,858,625 (divided to 141,314,345 common shares, at par value Baht 25 per share) to Baht 70,657,172 (divided to 141,314,345 common shares, at par value Baht 0.5 per share). The decrease of share capital of Baht 3,462,201,453 will use to compensate the discount on share capital amounting to Baht 3,185,722,868 and the Company's deficit amounting to Baht 276,478,585 by decrease in its par value from Baht 25 to Baht 0.50.

## 5. History of Dividend Payments over the past 3 years

The Company's policy is to pay its dividend to shareholders at a rate approximately not lower than 50 percent of its net profit based in the Company's financial statements after deducted corporate income tax and after deducted statutory reserves each year. In case there is no need to use proceed in any other situation and the dividend payment meanwhile must not materially affect the Company's normal operations.

	2020	2019	2018
Dividend (Baht per share)	None	None	None

## 6. Company Organization and its Subsidiaries

Subsidiaries in the Group as of 31 December 2020 consist of Digital Dream Co., Ltd. and Ad Asia Advertising (s) Pte. Ltd. In this regard, the details of investment in subsidiaries are as follows:

Company name	Business Type	Paid up capital of the company	Percentage of shareholding (%)	Investment Value
<b>Subsidiaries</b>				
1. Digital Dream Co. Ltd.	Regional operation headquarters offering business planning service and supporting Group Company	30,000,000 Baht	100	30,000,000 Baht
2. Ad Asia Advertising (S) Pte. Ltd. (Indirect subsidiary, control by Digital Dream Co., Ltd.)	Production and advertising services	SGD 397,260	100	SGD 397,260
<b>Associate</b> - None -				

## Section 3

## Financial information compared over the period of last 3 years

The Company would like to inform the information of Financial Statement compared over the period of the year 2018 to 2020 as follows:

STATEMENT OF FINANCIAL POSITION	As at 31 December					
	2020		2019		2018	
	Baht	%	Baht	%	Baht	%
<b>CURRENT ASSETS</b>						
Cash and cash equivalents	15,020,962	24.03	1,251,431	7.54	1,482,200	8.53
Trade and other receivables	18,258,897	29.21	734,302	4.42	1,232,984	7.09
Current contract assets	10,999,286	17.59	-	-	-	-
Current portion of receivables from debt consolidation agreement	5,025,632	8.04	5,025,632	30.28	5,025,632	28.92
Current portion of long-term loans	-	-	-	-	-	-
- Related parties	-	-	-	-	-	-
- Other parties	-	-	-	-	-	-
Programs under production	2,519,855	4.03	-	-	-	-
Other current assets	2,306,704	3.69	4,048,540	24.39	4,185,717	24.08
<b>Total Current Assets</b>	<b>54,131,336</b>	<b>86.58</b>	<b>11,059,905</b>	<b>66.63</b>	<b>11,926,533</b>	<b>68.63</b>
<b>NON-CURRENT ASSETS</b>						
Receivables from debt consolidation agreement - net of current portion	-	-	-	-	-	-
Long-term loans to - net of current portion	-	-	-	-	-	-
- Related parties	-	-	-	-	-	-
- Other parties	-	-	-	-	-	-
Investment in subsidiary	-	-	-	-	-	-
Other long-term investments	-	-	1,485,938	8.95	1,664,063	9.58
Advance payment for share subscription	-	-	-	-	-	-
Equipment	207,603	0.33	201,473	1.21	353,868	2.04
Right-of-use assets	1,339,088	2.14	-	-	-	-
Intangible assets	325,957	0.52	77,371	0.47	92,516	0.53
Other non-current financial assets	1,200,000	1.92	-	-	-	-
Other non-current assets	-	-	-	-	-	-
- Refundable deposits	3,046,650	4.87	2,989,350	18.01	2,851,200	16.41
- Others	2,268,817	3.63	784,343	4.73	490,864	2.82
<b>Total Non-Current Assets</b>	<b>8,388,115</b>	<b>13.42</b>	<b>5,538,475</b>	<b>33.37</b>	<b>5,452,511</b>	<b>31.37</b>
<b>TOTAL ASSETS</b>	<b>62,519,451</b>	<b>100.00</b>	<b>16,598,380</b>	<b>100.00</b>	<b>17,379,044</b>	<b>100.00</b>

STATEMENT OF FINANCIAL POSITION	As at 31 December					
	2020		2019		2018	
	Baht	%	Baht	%	Baht	%
<b>CURRENT LIABILITIES</b>						
Trade and other payables	57,807,493	92.46	21,657,744	130.48	28,494,351	163.96
Current contract liabilities	2,353,331	3.76	-	-	-	-
Current portion of payables from debt consolidation agreement	11,763,307	18.82	11,763,307	70.87	11,763,307	67.69
Current portion of lease liabilities	1,773,450	2.84	-	-	-	-
Short-term loans and accrued interest	-	-	-	-	-	-
- Related parties	-	-	1,983,080	11.95	1,802,954	10.37
- Other parties	-	-	2,012,271	12.12	1,826,877	10.51
Current portion of liabilities under finance lease contracts	-	-	-	-	1,141,111	6.57
Other current liabilities	6,608,685	10.57	5,638,296	33.97	5,617,318	32.32
<b>Total Current Liabilities</b>	<b>80,306,266</b>	<b>128.45</b>	<b>43,054,698</b>	<b>259.39</b>	<b>50,645,918</b>	<b>291.42</b>
<b>NON-CURRENT LIABILITIES</b>						
Payables from debt consolidation agreement - net of current portion	-	-	-	-	-	-
Lease liabilities - net of current portion	-	-	-	-	-	-
Employee benefit obligations	511,995	0.82	67,586	0.41	150,195	0.86
Deferred income tax liabilities	46,101	0.07	192,170	1.16	211,273	1.22
<b>Total Non-Current Liabilities</b>	<b>558,096</b>	<b>0.89</b>	<b>259,756</b>	<b>1.56</b>	<b>361,468</b>	<b>2.08</b>
<b>Total Liabilities</b>	<b>80,864,362</b>	<b>129.34</b>	<b>43,314,454</b>	<b>260.96</b>	<b>51,007,386</b>	<b>293.50</b>
<b>SHAREHOLDERS' EQUITY</b>						
Share capital - common shares, Baht 0.5 par value in 2020 and Baht 5 par value in 2019						
Authorized share capital - 141,314,345 shares, Baht 0.50 par value in 2020 and 706,572,006 shares, Baht 5 par value in 2019	70,657,172		3,532,860,030		1,113,740,525	
Issued and fully paid-up share capital - 141,314,345 shares, Baht 0.50 par value in 2020 and 353,286,003 shares, Baht 5 par value in 2019	70,657,172	113.02	1,766,430,015	10,642.18	1,112,738,045	6,402.76
Discount on share capital	-	-	(1,373,660,330)	(8,275.87)	(746,116,038)	(4,293.19)
Deficit from the changes in the ownership interest in subsidiaries	(225,647)	(0.36)	(225,647)	(1.36)	(225,647)	(1.30)
Retained earnings (Deficit)	-	-	-	-	-	-
- Appropriated for legal reserve	-	-	11,250,000	67.78	11,250,000	64.73
- Unappropriated	(90,449,826)	(144.67)	(432,942,537)	(2,608.34)	(413,007,079)	(2,376.47)
Other components of shareholders' equity	1,673,390	2.68	2,432,425	14.65	1,732,377	9.97
<b>Equity attributable to the equity holders of the parent company</b>	<b>(18,344,911)</b>	<b>(29.34)</b>	<b>(26,716,074)</b>	<b>(160.96)</b>	<b>(33,628,342)</b>	<b>(193.50)</b>
Non - controlling interests	-	-	-	-	-	-
<b>Total Shareholders' Equity (Capital Deficiency)</b>	<b>(18,344,911)</b>	<b>(29.34)</b>	<b>(26,716,074)</b>	<b>(160.96)</b>	<b>(33,628,342)</b>	<b>(193.50)</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b>62,519,451</b>	<b>100.00</b>	<b>16,598,380</b>	<b>100.00</b>	<b>17,379,044</b>	<b>100.00</b>

STATEMENT OF COMPREHENSIVE INCOME	For the year ended 31 December					
	2020		2019		2018	
	Baht	%	Baht	%	Baht	%
<b>REVENUES</b>						
Service income	96,251,221	93.85	9,000,000	73.49	5,000,000	52.04
Interest income	8,326	0.01	1,906,817	15.57	1,671,593	17.40
Other income	6,294,096	6.14	1,339,525	10.94	2,936,423	30.56
<b>Total revenues</b>	<b>102,553,643</b>	<b>100.00</b>	<b>12,246,342</b>	<b>100.00</b>	<b>9,608,016</b>	<b>100.00</b>
<b>EXPENSES</b>						
Cost of services	60,858,050	59.34	4,368,873	35.67	2,484,000	25.85
Selling expenses	41,859,537	40.82	-	-	-	-
Administrative expenses	25,576,424	24.94	27,183,753	221.97	38,023,994	395.75
<b>Total expenses</b>	<b>128,294,011</b>	<b>125.10</b>	<b>31,552,626</b>	<b>257.65</b>	<b>40,507,994</b>	<b>421.61</b>
<b>LOSS FROM OPERATING ACTIVITIES</b>	<b>(25,740,368)</b>	<b>(25.10)</b>	<b>(19,306,284)</b>	<b>(157.65)</b>	<b>(30,899,978)</b>	<b>(321.61)</b>
Finance costs	(425,181)	(0.41)	(674,204)	(5.51)	(1,047,059)	(10.90)
<b>LOSS BEFORE INCOME TAX</b>	<b>(26,165,549)</b>	<b>(25.51)</b>	<b>(19,980,488)</b>	<b>(163.15)</b>	<b>(31,947,037)</b>	<b>(332.50)</b>
Income tax (expenses) income	64,541	0.06	(4,211)	(0.03)	29,915	0.31
<b>LOSS FOR THE YEAR</b>	<b>(26,101,008)</b>	<b>(25.45)</b>	<b>(19,984,699)</b>	<b>(163.19)</b>	<b>(31,917,122)</b>	<b>(332.19)</b>
<b>Other comprehensive income (loss) - net of income tax</b>						
<b>Other comprehensive income (loss) to be reclassified to profit or loss in subsequent year</b>						
Unrealized loss on changes in value of available-for-sale investments						
-net of income tax	-	-	(142,500)	(1.16)	341,250	3.55
Exchange differences on translation of financial statements in foreign currency	(530,285)	(0.52)	842,548	6.88	15,897	0.17
<b>Total other comprehensive income (loss) to be reclassified to profit or loss in subsequent year</b>	<b>(530,285)</b>	<b>(0.52)</b>	<b>700,048</b>	<b>5.72</b>	<b>357,147</b>	<b>3.72</b>
<b>Other comprehensive income (loss) not to be reclassified to profit or loss in subsequent year</b>						
Unrealized loss from remeasurement of equity investment at fair value through other comprehensive income (loss) - net of income tax	(228,750)	(0.22)	-	-	-	-
Defined benefit plan actuarial gain (loss) - net of income tax	(97,366)	(0.09)	49,241	0.40	(498)	(0.01)
<b>Total other comprehensive income (loss) not to be reclassified to profit or loss in subsequent year</b>	<b>(326,116)</b>	<b>(0.32)</b>	<b>49,241</b>	<b>0.40</b>	<b>(498)</b>	<b>(0.01)</b>
<b>Other comprehensive income (loss) - net of income tax</b>	<b>(856,401)</b>	<b>(0.84)</b>	<b>749,289</b>	<b>6.12</b>	<b>356,649</b>	<b>3.71</b>
<b>TOTAL COMPREHENSIVE INCOME (LOSS) FOR THE YEAR</b>	<b>(26,957,409)</b>	<b>(26.29)</b>	<b>(19,235,410)</b>	<b>(157.07)</b>	<b>(31,560,473)</b>	<b>(328.48)</b>
<b>Profit (Loss) for the year attributable to :</b>						
Equity holders of the parent company	(26,101,008)	(25.45)	(19,984,699)	(163.19)	(31,917,122)	(332.19)
Non-controlling interest	-	-	-	-	-	-
	<b>(26,101,008)</b>	<b>(25.45)</b>	<b>(19,984,699)</b>	<b>(163.19)</b>	<b>(31,917,122)</b>	<b>(332.19)</b>
<b>Comprehensive income (loss) for the year attributable to :</b>						
Equity holders of the parent company	(26,957,409)	(26.29)	(19,235,410)	(157.07)	(31,560,473)	(328.48)
Non-controlling interest	-	-	-	-	-	-
	<b>(26,957,409)</b>	<b>(26.29)</b>	<b>(19,235,410)</b>	<b>(157.07)</b>	<b>(31,560,473)</b>	<b>(328.48)</b>
<b>LOSS PER SHARE</b>	<b>(0.19)</b>		<b>(0.36)</b>		<b>(0.21)</b>	

STATEMENT OF CASH FLOWS	For the year ended 31 December		
	2020 Baht	2019 Baht	2018 Baht
<b>Cash flows from operating activities</b>			
Loss before income tax	(26,165,549)	(19,980,488)	(31,947,037)
<b>Adjustments for</b>			
Depreciation and amortization	1,791,082	191,145	318,919
Expected credit loss of receivables from related parties and other parties (2019 : Doubtful account)	75,204	1,164,040	2,836,094
Reversal of expected credit loss of loans to related parties and other parties (2019 : Reversal of doubtful account)	(650,543)	(2,114,220)	(210,497)
Loss on written-off equipment	88	45	-
Loss on written-off withholding tax	144,887	-	-
Impairment loss of other non-current assets	-	-	948,440
Gain on the curtailment of defined benefit plan	-	(81,815)	-
Provision for employee benefit obligations	317,882	56,402	91,055
Gain on settlement employee benefit	-	-	(12,654)
Reversal of provision for long-term demolition	-	-	(334,296)
Unrealized loss on exchange rate	675,805	2,762,810	260,319
Gain on offsetting and written-off transactions	(4,397,485)	-	-
Dividend income	(30,000)	(31,875)	(37,875)
Interest income	(8,326)	(1,906,817)	(1,671,593)
Finance costs	425,181	674,204	1,047,059
Loss from operating activities before changes in operating assets and liabilities	(27,821,774)	(19,266,569)	(28,712,066)
<b>Decrease (Increase) in operating assets</b>			
Trade and other receivables	(17,612,319)	315,276	165,852
Current contract assets	(11,010,615)	-	-
Programs under production	(2,519,855)	-	-
Other current assets	1,772,254	137,177	(385,208)
Other non-current assets	(57,300)	(138,150)	784,207
<b>Increase (Decrease) in operating liabilities</b>			
Trade and other payables	36,170,015	(6,559,976)	3,313,195
Current contract liabilities	2,353,331	-	(19,100)
Other current liabilities	1,004,043	20,978	(145,618)
<b>Cash paid from operations</b>	(17,722,220)	(25,491,264)	(24,998,738)
Interest paid	-	(304,329)	(853,523)
Income taxes paid	(1,629,361)	(293,479)	(214,526)
<b>Net Cash Used in Operating Activities</b>	(19,351,581)	(26,089,072)	(26,066,787)

STATEMENT OF CASH FLOWS	For the year ended 31 December		
	2020 Baht	2019 Baht	2018 Baht
<b>Cash flows from investing activities</b>			
Proceeds from interest income	8,326	962	18,791
Proceeds from dividend income	30,000	31,875	37,875
Decrease in deposits at financial institution pledged as collaterals	-	-	46,630,000
Cash paid for purchase of equipments	(189,501)	(5,650)	(459,145)
Cash paid for purchase of intangible assets	(326,000)	(18,000)	(29,797)
<b>Net Cash Provided by (Used in) Investing Activities</b>	<b>(477,175)</b>	<b>9,187</b>	<b>46,197,724</b>
<b>Cash flows from financing activities</b>			
Decrease in bank overdrafts	-	-	(44,984,100)
Repayment of lease liabilities	(1,200,000)	(1,141,110)	-
Proceeds from short - term loan from related parties	-	9,600,000	10,016,000
Cash paid for short - term loan from related parties	-	(9,600,000)	(19,696,000)
Proceeds from increase in share capital	35,328,572	26,147,678	35,019,503
<b>Net Cash Provided by Financing Activities</b>	<b>34,128,572</b>	<b>25,006,568</b>	<b>(19,644,597)</b>
Effects from translation of financial statements in foreign currency	(530,285)	842,548	(4,909)
<b>NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>13,769,531</b>	<b>(230,769)</b>	<b>481,431</b>
Cash and cash equivalents at beginning of the year	1,251,431	1,482,200	1,000,769
<b>CASH AND CASH EQUIVALENTS AT END OF YEAR</b>	<b>15,020,962</b>	<b>1,251,431</b>	<b>1,482,200</b>

## Map to Venue for Subscription and Payment with the Company

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