

EMC013/2024

May 5, 2024

Subject : Notice of allocation of newly issued ordinary shares

To : Shareholders

EMC Public Company Limited

Enclosures:

1. Notice of allocation of newly issued ordinary shares together with warrants to purchase ordinary shares of the company.
2. Certificate of subscription entitlement, issued by Thailand Securities Depository Company Limited (TSD)
3. Subscription Form for Newly Issued Ordinary Shares to Existing Shareholders EMC Public Company Limited.
4. Additional documents for securities subscription only for those who wish to deposit securities into the Issuer Account.
5. Map of the venue for subscription for the newly issued ordinary shares.
6. Entity Status Certificate and Information Disclosure Consent Form under FATCA.
7. Power of Attorney Form.

Reference to the 2024 Annual General Meeting of Shareholders of EMC Public Company Limited ("The Company") held on Tuesday, April 30, 2024, passed a resolution to approve the issuance and offering of newly issued ordinary shares of the Company in the amount not exceeding 8,434,049,054 shares to the existing shareholders in proportion to the number of shares held by each shareholder (Right Offering) in the allotment ratio of 1 existing shares to 1 newly issued ordinary share (If there is a fraction of shares shall be rounded off) with an offering price of 0.07 Baht per share with EMC-W7 warrants not exceeding 4,217,024,527 units to the existing shareholders of the company who subscribed and were allocated additional common shares at the ratio of 2 allocated common shares to 1 EMC-W7 warrant unit without charge and there is an exercise price for purchasing common shares at 0.13 baht per share (except in the case of adjustment of rights) in the case where there are decimal fractions of newly issued ordinary shares or warrants. From the calculation, round off that number.

However, shareholders can subscribe for additional common shares in excess of their rights at the specified rate. (Oversubscription) where shareholders who subscribe more than their rights The oversubscribed shares will be allocated only when there are shares remaining from the allocation that all shareholders have fully subscribed for according to their rights.

The shareholder meeting has assigned the Board of Directors and/or the Executive Committee and/or the Company President and/or the Vice President and/or the Executive Committee and/or the Chief Executive Officer. and persons authorized by the Board of Directors and/or the Executive Committee and/or the President and/or the Vice President and/or the Executive Committee and/or the Chief Executive Officer Is authorized to determine the offering price and other details related to the allocation of such additional common shares such as, allocating additional common shares at one time or divided into parts to be offered for sale from time to time, recruiting investors Change the name list and number of shares allocated Including changing or adding details in allocation and has the authority to determine other details related to the allocation of such additional shares as he deems appropriate so that the company Get the most benefit and not contrary to or inconsistent with the law and/or related regulations of the Securities and Exchange Commission. Stock Exchange of Thailand and/or other relevant agencies

The Company would like to inform you of your rights to subscribe for additional common shares together with warrants. Details appear as follows. Letter notifying the allocation of additional common shares combined with warrants to be issued and offered for sale to existing shareholders. (Attachment 1 ) which existing shareholders have the right to subscribe for the amount specified in the certificate of rights to subscribe for newly issued ordinary shares issued by Thailand Securities Depository Co., Ltd. (Attachment 2 )

If shareholders wish to subscribe for additional common shares please fill in your details and sign in. Subscription form for new common shares to existing shareholders of EMC Public Company Limited (Attachment 3) along with following the subscription methods specified in the notice of allocation of new common shares together with warrants. The right to issue and offer for sale to existing shareholders in its entirety.

In the case that shareholders who subscribe for additional ordinary shares wish to have the Company Deliver securities by depositing them in the account of the securities issuing company, member number 6 0 0 . Shareholders are requested to please fill in additional details and sign. (Attachment 4).

From the above information, we would like to inform you that the company Will be open for subscription of the said capital increase common shares between 27 May 2024 and 7 June 2024 from 9:00 a.m. to 5:00 p.m. on business days. The company at EMC Public Company Limited, No. 140 ITF Tower Building, 28th Floor, Rama Road, Silom, Suriyawong Sub-district,

Bang Rak District, Bangkok 10500, according to the place accepting subscription for additional common shares. (Attachment 5).

The Company has set the date for determining the names of shareholders who are entitled to be allocated additional ordinary shares combined with EMC-W7 warrants (Record Date) on May 9, 2024.

The Company reserves the right to allocate additional common shares to only shareholders who submit subscription documents for additional common shares in accordance with the conditions specified in the notice of allocation of additional common shares together with warrants to be issued and offered for sale to Existing shareholders (Attachment 1).

If you have any questions about the allocation, procedures, and methods of subscribing for additional common shares, Please contact the Investor Relations Department at 02-615-6100 or you can view additional information at [www.emc.co.th](http://www.emc.co.th).

Please be informed accordingly.

Sincerely yours,

-Signed-

(Acting Lieutenant Colonel Matee Ittirivichai)

Director

Notice of the Allocation of Newly Issued Ordinary Shares of the Company to the  
Existing Shareholders (Rights Offering)

EMC Public Company Limited

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EMC Public Company Limited

Notice of the Allocation of Newly Issued Ordinary Shares of the Company to the Existing  
Shareholders  
(Rights Offering)

Subscription Period of the Rights Offering together with Warrants  
Monday, May 27, 2024 to Friday, June 7, 2024

Notice of the Allocation of Newly Issued Ordinary Shares of the Company to the  
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Part 1 - Information Regarding the Allocation of Newly-Issued Ordinary Shares together  
with Warrants to Purchase Ordinary Shares of the Company No.7 (EMC-W7)

**Name and Address of the Company**

Name	EMC Public Company Limited
Address	140/66 ITF Tower Building, 28th Floor, Silom Road, Suriyawong Subdistrict, Bang Rak District, Bangkok 10500
Telephone	02-615-6100
Facsimile	02-615-6128
Company Registration No.	0107538000321
Website	www.emc.co.th

1. Date, month, year and number of the Board of Directors' meeting and shareholders' meeting that pass a resolution approving the allocation of the newly issued ordinary shares.

Board of Directors' meeting : No. 2/2024 on March 21, 2024

Shareholders' meeting : Year 2024 on April 30, 2024

2. Details of the allocation of newly issued ordinary share together with warrants.

Reference to the 2024 Annual General Meeting of Shareholders of EMC Public Company Limited ("The Company") held On April 30, 2024, passed a resolution to approve the allocation of newly issued the ordinary shares of the Company to the existing shareholders of the Company in proportion to their respective shareholdings (Right Offering) in the ratio of 1 existing share to 1 new shares at the offering price of THB 0.07 per share in the amount of not exceeding 8,434,049,054 shares together with Warrants Quantity not exceeding 4,217,024,527 units to Purchase Ordinary Shares of the Company No.7 (EMC-W7) to the existing shareholders who subscribed and paid for newly issued ordinary shares in proportion to their respective shareholdings (Rights Offering) without charge (offering price per unit equal to THB 0) with the allocation ratio of 2 newly issued ordinary share per 1 unit of warrant with the exercise price of THB 0.13 per share and any fractions of share and warrant shall be discarded.

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2.1 Newly issued common shares

Registered capital to be paid for the allocation of newly issued ordinary shares	<p>Not exceeding of 12,651,073,581 shares with a par value of THB 1.00, details as follows:</p> <p>(1) Allocation of not exceeding 8,434,049,054 newly issued ordinary shares with a par value of THB 1.00 per share to be offered to the existing shareholders under Right Offering.</p> <p>(2) Allocation of not exceeding 4,217,024,527 newly issued ordinary shares with a par value of THB 1.00 per share to accommodate the exercise of warrants to purchase the newly issued ordinary shares of EMC Plc. No.7 ( EMC-W7 ), which warrants will be issued and offered to the existing shareholders of the Company who subscribe and receive the allocation of the newly issued ordinary shares issued and offered to the existing shareholders under Right offering and oversubscription (Excess Right)</p>
Paid-up capital after the Rights Offerings And all the shares offered have been Fully subscribed.	<p>Not exceeding THB 21,085,122,635 divided into</p> <ul style="list-style-type: none"> <li>● Existing paid-up capital of 8,434,049,054 baht. and</li> <li>● new ordinary shares in the amount of THB 8,434,049,054 and</li> <li>● conversion of warrants to ordinary shares in the amount of THB 4,217,024,527</li> </ul>
Offering price	THB 0.07 per share
Allocation ratio	<p>Allocated to the existing shareholders of the Company in proportion of 1 existing ordinary share per 1 newly issued ordinary share and any fraction of shares shall be disregarded. The existing shareholders who are entitled to subscribe for newly issued ordinary shares in excess of their entitlements only if there remains</p>

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	unsubscribed share from the allocation to all existing shareholders in proportion to their respective shareholdings. The unsubscribed shares shall be allocation to oversubscribing shareholders in proportion to their respective shareholdings and reallocated until there is insufficient share for allocation.
Allocation method	Offering to existing shareholders under Right Offering at the ratio of 1 existing ordinary share to 1 newly issued ordinary share together with the warrant to purchase the newly issued ordinary shares of EMC Plc. No.7 (EMC-W7) in the ratio of 2 newly issued ordinary share to 1 unit of warrant to purchase the newly issued ordinary shares of EMC Plc. No.7 (EMC-W7).
Method in case of fraction of a share	If there is a fraction of the newly issued ordinary shares resulting from the calculation pursuant to the allocation ratio described above (or from the allocation in excess of their rights), the Company shall disregard such fraction.

2.2 Warrants to Purchases Ordinary Shares (EMC-W7)

Type of warrant	Warrant to purchase the newly issued ordinary shares of EMC Plc. No.7 (EMC-W7) offering to shareholders who exercise the right to subscribe and pay the newly issued ordinary shares and received the allocation of newly issued ordinary shares offering to existing shareholders under Right Offering and oversubscription.
Number of Warrant	Not exceeding 4,217,024,527 units
Allocation ratio	The Company shall allot warrant to the existing shareholders who exercised the right to subscribe and

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	pay the newly issued shares at the ratio of 2 newly issued ordinary share to be allocated per 1 unit of warrant (EMC-W7 ) and any fraction remaining from allocation will be disregarded.
Offering price	THB 0.00 per unit
Exercise ratio.	1 unit of warrant has the rights to purchase 1 new ordinary share. The exercise ratio is subjected to change in accordance with the specified conditions in the adjustment of rights.
Exercise price.	THB 0.13 per share in case of the adjustment of the exercise price under the conditions or rights adjustment.
Issue Date of Warrant	After the capital-increase-registered day of its paid-up capital for the issuance and offering of the Rights Offering. In this regard, the issuance and allocation of the EMC-W7 Warrants shall be approved by the 2024 shareholders' meeting. But not more than 1 year after receiving a resolution from the shareholder meeting to issue and offer warrants.
Term of Warrants	3 years from the issuance date of the EMC-W7 Warrants
Method, Exercise Period and Maturity Date.	EMC-W7 holders can exercise their rights to purchase the Company's ordinary shares on 31 January, 30 April, 31 July and 31 October. After the date of issuance of the warrant If the date specified for exercising such rights falls with the Company's business holidays, warrant holders can exercise their rights on the business day preceding that holiday with details in accordance with the terms and conditions of the warrants to purchase ordinary shares of EMC Company Limited. (Public) No. 7 (EMC-W7) (the First exercise date which will be on July 31,2024
Period of notification of the intention to	EMC-W7 holders shall be inform the right to exercise not



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<p>exercise the rights.</p>	<p>less than 5 days prior to the exercise date from 9.00 am to 3.00 pm on the Company's business day.</p> <p>For the Last Exercise Date, the notification of intention to exercise the Warrants shall be delivered during the period of 15 Business Days prior to the last Exercise Date.</p> <p>In the event that any exercise date do not fall on a business day of the Company, the such date shall be shifted to the preceding business day prior to such exercise date.</p>
<p>Restriction of Cancellation of the Notification of Intention to Exercise the Rights</p>	<p>The EMC-W7 Warrants holders are restricted to cancel their intention to exercise the right to purchase ordinary shares.</p>
<p>Secondary market for the warrant</p>	<p>The Company will list the warrant on the SET.</p>
<p>Secondary market for the newly issued ordinary share arising from the exercise of warrants.</p>	<p>Ordinary shares arising from the exercise of EMC-W7 will be listed on the SET.</p>
<p>Events of Issuance of New Reserved Shares</p>	<p>The Company will adjust the exercise price and the exercise ratio pursuant to the conditions concerning the right adjustment upon the occurrence of any of the events stipulated in the terms and conditions of EMC-W7 Warrants which fall under the events prescribed in Clause 11(4)(b) of the Notification of the Capital Market Supervisory Board No. Tor Jor. 34/2008: Request for permission and permission to offer warrants to buy new shares and newly issued shares to support warrants or other similar events such as:</p> <p>(a) There is a change in the par value of the Company's shares as a result of stock consolidation or stock split</p> <p>(b) The Company offers new shares at a low price.</p> <p>(c) The Company offers to sell convertible debentures at</p>

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	<p>a low price or offers warrants at a low price</p> <p>(d) The Company pays dividends, in whole or in part, by newly issued shares to shareholders</p> <p>(e) The Company pays dividends in cash which exceeds the rates specified in the rights terms</p> <p>(f) There is any other case in the same manner as (a) to (e), which causes any benefits to be received by the warrant holders upon the exercise of the warrants</p> <p>Inferior.</p>
Adjustment of Rights	<p>The Company will adjust the exercise price and ratio in order to maintain the benefits of the warrant holders upon the occurrences of any of the following events:</p> <p>1) When there is a change in the par value of the Company's ordinary shares as a result of share split or consolidation.</p> <p>2) When the Company offers to sell its newly issued shares at the offering price lower than 90 % of the market price of the Company's share.</p> <p>3) When the Company offers to sell any new securities, i.e. convertible debenture or warrant, at the offering price lower than 90% of the market price of the Company's share.</p> <p>4) When the Company makes partial or whole stock dividend payment to its shareholders.</p> <p>5) In case that there are other events not mentioned in clauses (1) – (4) that may impair the benefits of the warrant holders.</p>
Registrar of Warrants	<p>Thailand Securities Depository Co., Ltd. or any person duly appointed to act as the registrar of the EMC-W7 Warrants.</p>

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Other conditions	<p>The Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or Senior Deputy Managing Director - Accounting and Finance and/or the person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or Senior Deputy Managing Director - Accounting and Finance to have the power to take all necessary actions in connection with the issuance and allocation of the EMC-W7 Warrants in compliance with the law, including but not limited to the power to the following actions:</p> <p>(1) set out and amend any rules, terms, conditions, and other details relating to the issuance and allocation of the EMC-W7 Warrants.</p> <p>(2) negotiate, agree, enter into, amend, add, sign agreements, applications for permission, waiver, evidence, disclosure, report on the offering for sale, and various documents necessary for and in connection with the issuance and allocation of the EMC-W7 Warrants, as well as contact, filing, amendment, addition and signing of the applications for permission, waiver, evidence, disclosure, report on the offering for sale, and various documents with the Securities and Exchange Commission Office (the "SEC Office"), the SET, governmental agencies or relevant authorities in relation to the issuance and allocation of the EMC-W7 Warrants and the listing of the EMC-W7 Warrants and the newly issued ordinary shares from the exercise of the Warrants as listed on the Market for Alternative Investment; and</p> <p>(3) take any other arrangements as necessary and</p>
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	appropriate in connection with the issuance and allocation of the EMC-W7 Warrants in order to ensure the successful completion of the foregoing arrangements and the issuance and allocation of the EMC-W7 Warrants on this occasion.
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**3. The allocation of Newly Issued Ordinary Shares to the existing**

shareholders under Right Offering shall be classified into two cases as follow:

3.1 If a shareholder subscribes for the Newly Issued Ordinary Shares at the amount according to his/her entitlement or less than his/her entitlement, such shareholder shall be fully allocated with the total amount of Newly Issued Ordinary Shares for which he/she has subscribed.

3.2 If a shareholder subscribes for the Newly Issued Ordinary Shares at the amount in excess of his/her entitlement, such oversubscribing shareholder must express an intention to subscribe for the Newly Issued Ordinary Shares in excess of his/her entitlement in the Subscription Form for Newly Issued Ordinary Shares at the same time as the subscription for the Newly-Issued Ordinary Shares pursuant to his/her entitlement.

In the case that there are Newly Issued Ordinary Shares remaining from the first round allocation to the existing shareholders of the Company, the Company will allocate such remaining Newly-Issued Ordinary Shares to the shareholders wishing to subscribe in excess of their rights according to existing shareholding ratio, which includes the existing shareholders who are the connected person of the Company wishing to subscribe in excess of the rights according to their respective shareholdings at the same offering price of the shares being allocated according to their rights, of which the details are as follows:

(1) In case the number of shares remaining from the first round allocation of the Newly-Issued Ordinary Shares to the existing shareholders proportionate to their respective shareholdings is more than or equivalent to the number for which the existing shareholders have oversubscribed, such remaining shares will be allocated to all oversubscribing shareholders who made a subscription payment in the number of shares for which they have oversubscribed.

(2) In case the number of shares remaining from the first round allocation of the Newly-Issued Ordinary Shares to the existing shareholders proportionate to their respective shareholdings is less

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than the number for which the existing shareholders have oversubscribed, the Company will allocate the shares in accordance with the following procedure

(a) allocate the shares to each oversubscribing shareholder based on their existing shareholding ratio. Any fraction of a share resulting from the calculation will be rounded down pursuant to the following formula:

$\text{Number of oversubscribed shares to be allocated} = \frac{\text{Number of remaining newly issued ordinary shares after the allocation pursuant to the rights} \times \text{Respective shareholdings of each oversubscribing shareholder}}{\text{Total shareholdings of all oversubscribing shareholders}}$
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(b) In case there are still Newly-Issued Ordinary Shares remaining from the allocation under (a), the Company will allocate the shares to each oversubscribing shareholder who has not yet been fully allocated with the shares subscribed for by him or her based on their existing shareholding ratio, by multiplying the existing shareholding ratio of such oversubscribing shareholder by the number of the remaining shares from the allocation under (a) which will result in the number of shares that each oversubscribing shareholders will be entitled to be allocated. Any fraction of a share resulting from the calculation will be rounded down. The number of shares to be allocated to each oversubscribing shareholder will not exceed the number of shares subscribed and paid for by such shareholder. The Company shall allocate the oversubscribed shares to the oversubscribing shareholders in accordance with the procedures under this clause (b) until there are no shares remaining from the allocation.

Any allocation of Newly Issued Ordinary Shares to the existing oversubscribing shareholders of the Company shall not cause any shareholders of the Company (including the person prescribed in Section 258 of the Securities and Exchange Act B.E. 2535 (1992) of such shareholder) to hold shares in the following manners

1. holding of shares in an amount that reaches or surpasses the trigger point requiring such person to make a tender offer as required by the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554 Re: Rules, Condition and Procedures for the Acquisition of Securities for Business Takeovers (“Notification No. TorChor. 12/2554”) (except such shareholder is waived from the obligation to make a tender offer for all of the securities of the Company as prescribed in the Notification No. TorChor. 12/2554); or
2. In a manner that violates the restrictions on foreign shareholding as specified in the Company's regulations.

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1. The record date for the list of shareholders entitled to subscribe for the newly issued shares together with the warrants. (Record Date)

The Board of Directors Meeting No. 3/2024 held on March 21, 2024, has resolved to set the date for determining names of shareholders who entitle to subscribe to the newly issued ordinary shares and entitled to allocate warrants (Record Date) On May 9, 2024.

2. Subscription date and payment of the newly issued ordinary shares together with the warrants.

1.1 Subscription Period

May 27, 2024 to June 7, 2024. (10 Business days) from 9.00 am – 5.00 pm.

1.2 Location for subscription

EMC Public Company Limited

140/66 ITF Tower Building, 28th Floor, Silom Road, Suriyawong Subdistrict, Bang Rak District, Bangkok

For information, contact 02-615-6100 on company business days between 9:00 a.m. and 5:00 p.m.

1.3 In addition to reserving shares at the place where such share subscription is received, Shareholders can submit subscription documents. Through the company's email channel info@emc.co.th can be received from 27 May 2024 to 7 June 2024 (last day to accept documents by 5:00 p.m.)

**\*\*The Company will not accept the subscription by fax or by post in all cases \*\***

6. Method of Subscription and Payment

The shareholders who wish to subscribe for the newly issued ordinary shares must clearly and correctly complete and sign the Subscription Form for Newly Issued Ordinary Shares by specifying the number of shares to subscribe pursuant to their rights as shown in Certificate of Subscription Entitlement (Enclosure 2) and number of shares to oversubscribe in the same Subscription Form. The subscribers shall make full payment by the Bill Payment system for their subscription according to the number of shares subscribed and oversubscribed (If any) and submit the subscription documents at the place for subscription and payment during the subscription period (as specified in 6).

In this regard, if the total value of the Newly Issued Ordinary Shares indicated by a shareholder in the Subscription Form is greater than or less than the amount of payment received, the Company reserves the right to allocate the shares to such shareholder according to the subscription payment amount that the Company has received. Nevertheless, subscription method through the

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Thailand Securities Depository Company Limited's Digital Subscription System is not opened for the subscription.

**The subscriber shall complete and submit 1 Subscription Form per each Certificate of Subscription Entitlement**

Upon submission of the completed and signed Subscription Form to the Company, it shall be deemed that the subscriber warrants that the completed and signed information (whether filled and signed by the subscriber, or filled by an authorized person, or agent which includes the brokerage company of such subscriber) is correct, complete, and true. If the information, details or signature provided is not correct, complete or true, the Company reserve the right to exercise their discretion to refuse such subscription, whether in whole or in part. Furthermore, the Company shall not be responsible for any damage or loss in any cases. In the event of any allocation made by the Company or any operation done by the Company by mistake or as a result of the information in Part 1 of this Notice of Allocation of Newly Issued Ordinary Shares, the subscriber agrees not to claim damages from or hold the Company responsible for any damage or loss and the Company shall not be liable for any such damage or loss,

6.1 Payment Method

(1) Subscribers of the Newly Issued Ordinary Shares shall make one payment in full by

(a) In the case of payment by transfer You can pay through 1 bank.

1. Account Name	:	Subscription for increase capital Account of EMC Public Company Limited
Account Number	:	101-8-09274-0
Bank/Branch	:	Bangkok Bank Public Company Limited Silom Head Office Branch
Account Type	:	Saving

- **Subscribers are required to submit the original transfer evidence together with the Subscription Form for Newly Issued Ordinary Shares**
- Specify shareholders registration number (as indicated in the Certificate of Subscription Entitlement), full name, and contact number on the back of transfer evidence.
- Subscription period by cash transfer during May 27, 2024 to June 7, 2024

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(b) In the case of payment by personal check or bank check (cashier check) or bill of exchange (draft), including depositing or transferring money by personal check or bank check (cashier check) or bill of exchange (draft).

- Please cross only (Account Payee Only) payable to “Subscription for increase capital Account of EMC Public Company Limited”. The check must be dated no later than 6 June 2024 Before 12.00 hrs. and must be able to be collected from a clearing house in Bangkok within the next business day. Only
- In the case of depositing a personal check or bank check (cashier's check) or bill of exchange (draft), the deposit must be made within the subscription period but not later than June 6, 2024 by depositing it into the account.

1. Account Name	:	Subscription account for newly issued ordinary shares of EMC Public Company Limited
Account Number	:	101-8-09274-0
Bank/Branch	:	Bangkok Bank Public Company Limited Silom Head Office Branch
Account Type	:	Saving

- Shareholder registration number (as shown in the certificate of rights to subscribe for newly issued ordinary shares), name, surname and telephone number of the subscriber who can be contacted on the back of the proof of payment.
- Set the time for accepting subscriptions by personal check or bank check (cashier's check) or bill of exchange (draft), including depositing or transferring money by personal check or bank check (cashier's check) or bill of exchange (draft), accepting subscriptions between the 27th. May 2024 to 7 June 2024

**In this regard, shareholders who subscribe for additional ordinary shares together with warrants, etc. will be responsible for expenses and bank fees (if any) separate from the amount of the subscription price for newly issued ordinary shares.**

- (2) In case, payment for subscription made by personal cheque or cashier cheque or draft, the payment of such subscription will deem to be complete only when the bank has cleared the amount specified and when the Company has collected the payment for subscription.
- (3) The shareholder who has not exercised his/her right to subscribe for newly issued ordinary shares or fail to make subscription payment in full, or personal cheque or



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cashier cheque or draft cannot be collect on the date written on the cheque, the Company will consider such shareholder waives his/her right to subscribe for the newly issued ordinary shares.

- (4) The Company does not accept subscription payment in cash
- (5) The Company by the Subscription Agent reserves the right not to accept share subscription documents by postal mail.
- (6) Payment shall be made on the basis of one Subscription Form for one Certificate of Subscription Entitlement, except in case of Thai NVDR Company Limited.
- (7) **If the subscriber does not comply with the conditions set by the Company or the Subscription Agent, the Company by the Subscription Agent reserves the right not to make a share allocation to the subscriber.**
- (8) Should the aforementioned terms and conditions and details of the subscription cause any operational difficulties, obstacles or restrictions, the Company by the Subscription Agent reserves the right to alter such terms and conditions and methods of payment for the subscription of the Newly-Issued Ordinary Shares and/or other details relating to subscription of the Newly-Issued Ordinary Shares as deemed appropriate and beneficial in order to facilitate the subscription of the Newly-Issued Ordinary Shares by the subscribers in a fair manner and maximize the success of the allocation.
- (9) Shareholders who have already subscribed for the newly issued ordinary shares and made payment will not be able to withdraw the subscription nor receive any kind of refund. However, the Company reserves the right to deny the subscription right if the Company does not receive the Subscription Documents for the subscription of newly issued ordinary shares of the Company and/or the subscription payment.

6.2 Documents used to support the subscription of additional ordinary shares combined with warrants, etc.

Shareholders or their attorneys must bring the following documents used in the subscription:  
Ready to pay the full amount of the subscription Both in the part of the subscription according to the rights received and in the part where you intend to subscribe in excess of the rights allocated At the location specified in Section 5.2 within the time period specified in Section 6.1.

**\* \* \* Subscription documents for capital increase shares must be accompanied by supporting evidence as follows: \*\*\***

- (1) Subscription form for newly-issued ordinary shares with correct and complete details
- (2) Certificate of Subscription Rights for Newly Issued Ordinary Shares

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- (3) proof of payment
- (4) Additional documents in case of oversubscription
- (5) additional documents in the case of proxy
- (6) identification documents
- (7) Refund of subscription price for newly issued ordinary shares combined with warrants (if any).

\*\*\*\*\* In this regard, the shareholders who have notified the subscription of the newly issued shares must submit such documents to the company.

If the documents are incomplete, the Company will consider the shareholders to waive their right to subscribe for the newly issued ordinary shares with the Warrants this time.

\*\*\*\*\*or if the number of shares notified by the shareholders to subscribe does not match the amount paid to the company The company reserves the right to allocate the amount received. \*\*\*\*\*

- (1) Subscription Form for Newly Issued Ordinary Shares (Enclosure No.2)

The Company will send out the Subscription Form to all shareholders of the Company, whose names appear on the share register book at the Record Date on May 9, 2024. To facilitate shareholders, the Company will deliver the Subscription Forms that are partly filled the shareholders' information, which will be delivered by the Thailand Securities Depository Company Limited ("TSD") via registered postal mail to the address as it appears in the share register book as of the Record Date on May 9, 2024. Nevertheless, shareholders must complete the remaining details in the Subscription Form accurately.

Shareholders must confirm the accuracy of his/her information that is partly filled in the Subscription Form. In the case that there is any inaccurate information, please correct the information by filling in the Subscription Form. (Enclosure 2).

Subscriber must specify the number of shares which each subscriber wishes to subscribe according to his/her right as indicated in the Certificate of Subscription Entitlement (Enclosure 3) and must clearly specify the number of shares which each subscriber wish to subscribe in excess of his/her right. In case, the subscriber is a juristic person, the Subscription Form must be signed by the authorized person and affixed with a company seal (If any).

Shareholder must only submit 1 Subscription Form per 1 Certificate of Subscription Entitlement for Newly Issued Ordinary Shares.

- (2) Certificate of Subscription Entitlement, issued by the TSD (Enclosure 3)

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Certificate of Subscription Entitlement issued by TSD, in its capacity as the Company's registrar, and sent by registered mail to the shareholders together with this document, which indicates the number of Newly Issued Ordinary Shares that each shareholder is entitled to subscribe proportionate to his/her shareholding.

(3) Evidence of Payment

(4) Subscribers are required to submit original copies of evidence of full payment, including the Bill Payment Form for the subscription of the Newly Issued Ordinary Shares pursuant to their rights and the oversubscription in accordance with each Payment Method specified in Clause 6.1.

(5) Document for oversubscription

A Certified true copy of the front page of saving account book or a statement of current account or saving account showing the 10 digits account number, in case, the subscriber wishes to receive the refund for all or any unallocated portion of the share subscription in excess of his/ her entitlement. The refund shall be credited into his/her bank account via money transfer system. The bank account's name shall be the same as the oversubscribing shareholders. The Company shall refund the subscription payment via money transfer or cross cheque payable only deposit to subscriber's bank account within 10 business days after closing of the subscription period. In case, the subscriber does not have bank account with those banks, the Company shall refund the subscription payment by issuing a cross cheque payable to the subscriber's name appeared in the Company's share register book on the closure date on May 9, 2024 and delivering such cheque via registered postal mail to the address within 15 business days after closing of the subscription period.

(6) Additional document in case of appointment of proxy

A power of attorney affixed a stamp duty of Baht 30.00 together with certified true copies of identification cards of the subscriber and the attorney (Enclosure No.6).

(7) Document of identification

Thai Individual

A certified true copy of valid identification card, in the case there is no identification card, a certified true copy of house register containing the 13-digit identification number may be submitted. In case, the subscriber is a minor (aged less than 20 years), a consent letter from his/her guardian (Father and / or Mother), certified true copy of the identification card

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of his/ her guardian (Father and / or Mother) and a certified true copy the minor's house registration are required. The signature on every identification document must be the same as the signature on the documents required for the subscription of the newly issued ordinary shares.

In case of change of name-surname This causes the name-surname to not be the same as the name of the shareholder that appears in the shareholder register book on the closing date of the shareholder register book on 9 May 2024 or in the certificate of rights to subscribe for additional ordinary shares. Attach copies of documents issued by government agencies such as Marriage certificate, divorce certificate Notification of name-surname change, etc., with certified true copy

Foreign Individual

A certified true copy of alien identification card or valid passport is required. The signature on every identification document must be the same as the signature on the documents required for the subscription of the newly issued ordinary shares.

Juristic Person Incorporated in Thailand

A copy of the Company's affidavit issued by the Ministry of Commerce no earlier than 6 months prior to the subscription date, certified as true copy by the authorized person(s) and affixed with the seal of such juristic person (if any), together with a certified true copy of the valid identification card, alien certificate or passport (as the case may be) of such authorized person(s) of the juristic person. The signature on every identification document must be the same as the signature on the Subscription Form.

Foreign Juristic Person

A copy of the Company's affidavit issued by the Ministry of Commerce no more than 1 year prior to the subscription date, certified a true copy by the authorized person and affixed the seal (if any), together with a certified true copy of identification card, alien certificate or passport (as the case may be) of such authorized person of the juristic person. The signature on every identification document must be the same as the signature on the documents required for the subscription of the newly issued ordinary shares.

All certified copies of each of the above documents must be notarized by a notary public together with notary public authorities' seal and authenticated by an official of the Thai Embassy or of the Thai Consulate in the country where the documents are prepared or

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certified. Such notary public certification and authentication shall be made no earlier than 6 months prior to the subscription date.

6.3. Refund of Subscription Payment (if any).

The Company shall be refunding the subscription payment for unallocated portion to the shareholders by the following methods.

6.3.1. In case the oversubscribing shareholders do not receive full allocation due to inadequate newly issued ordinary shares

The Company shall refund the subscription payment for the portion of the newly issued ordinary shares oversubscribed that have not been allocated due to inadequate newly issued ordinary share, without interest and any compensation, within 15 business days after the closing of subscription period by the following methods.

1 ) Transfer or cross cheque payable only deposit the refund to the bank account of the subscriber, who wishes to receive the refund via bank transfer or cross cheque payable only deposit and indicates in the Subscription Form, within 15 business days from the closing of the subscription period.

However, the name of the bank account must be the same as the name of the shareholder who subscribed in excess of their rights as specified in the subscription form for newly issued ordinary shares. By attaching a copy of the first page of your savings account book or a copy of your current account statement or savings account Either one specifies the account name. and all 10 digits of the account number complete with signature to certify that the copy is correct.

2) In case, the Subscription does not receive either a certified true copy of the front page of saving passport or a statement of current account or saving account which indicates account name and 10 digit account number or the subscriber does not indicate in the Subscription Form that he/she wishes to receive the refund via bank transfer or cross cheque payable only deposit, the Company by Subscription will refund the subscription payment by issuing a crossed cheque payable to the subscriber and delivering such cheque via registered postal mail to the address appeared in the share register book on May 9, 2024 within 15 business days from the closing of subscription period.

6.3.2. In case the subscribing shareholders do not receive the allocation due to failure to comply with subscription conditions and/or to make the subscription payment. The Company will

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return the cheque to the subscriber who has not been allocated the newly issued ordinary shares due to a breach of any subscription conditions and/or uncollectible payment via cheque. The subscriber must contact the Company to return the cheque within 30 days after closing of the subscription period.

In addition, if there is an error in transferring money to the subscriber's bank account, or loss in delivery of a check or errors in sending by other methods as specified by the Company deem it appropriate This is not the company's fault, such as the name and address information of the subscriber being unclear, or incomplete as specified in the company's subscription form is not responsible for such errors or damages.

The company reserves the right to change the details regarding the refund of the subscription price for newly issued ordinary shares. In the event that there are problems, obstacles or limitations in operations, this is to facilitate those who subscribe to newly issued ordinary shares fairly and to make this offering of additional common shares the most successful.

#### 6.4. Delivery of the Newly Issued Ordinary Shares

Subscriber can choose one of the following delivery methods to be proceeded by the Company;

- (1) In case the subscriber wishes to receive share certificate in the name of subscriber The Company by the Subscription Agent will deposit the allocated Newly-Issued Ordinary Shares to the account "TSD for Depositors" whereby the TSD will record the number of shares deposited by the securities company and issue an evidence of the deposit to the subscriber within 7 business days from the end of the subscription period. At the same time, the securities company will record the number of shares deposited by the subscriber. In this case, the subscriber can sell the allocated shares on the SET as soon as the Newly-Issued Ordinary Shares are permitted to be traded on the SET.

In the case of Clause 6.4 (1), the name of the subscriber must be the same as the name of the owner of the securities trading account in which the subscriber wishes to deposit the allocated shares, otherwise, the Company reserves the right to deliver to the subscriber such shares in the form of share certificates in the name of subscriber as described in 6.4 (3) instead.

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A shareholder who exercises his/her right to subscribe for the Newly Issued Ordinary Shares must specify the code of the securities company (as listed on the back of the Subscription Form which the shareholder has the securities trading account with, and the securities trading account number to which the shareholder wishes the allocated shares to be deposited. If the subscriber provides an incorrect code for the securities company or the securities trading account, resulting in the Company's inability to transfer the shares into the securities trading account, the Company will not be responsible for any loss in the shares or delay in retrieving the shares.

- (2) In case that the subscriber wishes to deposit the shares in the Issue's Account No.600

The subscriber must provide details in Enclosure 6 , namely "Additional Documents for Subscriber Wising to Deposit the Shares into an Issuer Account Only" for subscribers who are individuals and juristic persons and must complete a "Entity Status Certificate and Information Disclosure Consent Form under FATCA" (Enclosure 7 ) for subscribers who are juristic persons only, which shall be signed by the subscribers and delivered to the TSD.

As such, the Company by the Subscription Agent will arrange for the subscriber's allocated shares to be deposited with the TSD and the TSD will record the number of shares deposited in the issuer account No. 600 and will issue the depository evidence to the subscriber within 7 business days from the end of the subscription period. In this case, the subscriber can sell his/her allocated shares on SET as soon as the shares are permitted to be traded. The subscriber may withdraw his/her Newly Issued Ordinary Shares from the issuer account No. 600 by contacting the TSD. The withdrawal is subject to a fee at the rate specified by the TSD.

It is noted that the withdrawal of shares from the issuer account No. 600 takes time to process. Therefore, it is possible that the subscriber depositing in such account may not be able to withdraw the shares within the first date on which the Company's Newly Issued Ordinary Shares are traded on the SET.

- (3) In case the subscriber wishes to receive share certificate in the name of subscriber

TSD as the Company's register shall deliver the share certificate according to the number of allotted shares to the shareholder by registered postal mail to the name and address appeared in the share register book on April 1 , 2022 within 15 business days from closing of the subscription period. In this case, the subscriber will not be able to sell the

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allotted shares in the SET/MAI until receipt of share certificate which may be after the newly issued ordinary shares are permitted to trade on the SET/MAI.

In the case that the subscriber did not provide complete information in the Subscription Form or did not choose any options on securities delivery in the Subscription Form, the Company reserves the right to issue share certificates to the subscriber, instead. This may result in the subscriber not being able to sell the allocated shares on the SET immediately when the Newly Issued Ordinary Shares are permitted to trade on the SET.

#### 6.5. Other Information Regarding the Subscription

- 6.5.1. Shareholder who subscribes for the newly issued ordinary shares will receive a receipt for the subscription signed by the subscription officer as evidence for the subscription. The subscription shall be deemed to complete only when the Company fully collects the subscription payment for the newly issued ordinary shares and the subscriber of the Newly Issued Ordinary Shares has correctly and completely submitted the Subscription Form and the other required documents as detailed in this document.
- 6.5.2. Shareholder who subscribes for the newly issued ordinary shares and already made subscription payment cannot cancel or revoke their subscription, unless prior written consent is obtained from the Company.
- 6.5.3. The Company reserves the right to allocate the Newly Issued Ordinary Shares only to shareholders whose names appear on the share register book as at the Record Date.
- 6.5.4. If the number of the newly issued ordinary shares indicated by a shareholder in the Subscription Form exceeds the amount of payment received by the Company, the Company reserves the right to allocate the shares according to the subscription payment received.
- 6.5.5. If the number of the newly issued ordinary shares specified in the Subscription Form is less than the amount of payment received by the Company, the Company reserves the right to allocate the shares to each shareholder as it deems appropriate.
- 6.5.6. If the shareholder who subscribes for the newly issued ordinary share together with warrant fail to make the subscription payment or the Company cannot collect the subscription payment in whole or partial, or in any cases not deemed to be the Company's fault, within the subscription period and specified method of payment, or the subscribing shareholder does not fully or clearly fill the Subscription Form, or the shareholder proceed with subscription method other than those indicated in this document, the Company shall deem that the



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shareholder waives his/her right in subscribing for the newly issued ordinary shares, and the Company reserves the right not to allocate any shares to the said shareholder.

- 6.5.7. If the subscriber does not deliver the required documents within the subscription period and this results in the Company being unable to identify the subscriber, the Company shall deem that the subscriber has waived his/her right to subscribe for the Newly Issued Ordinary Shares and the Company reserves the right not to allocate any shares to the said shareholder.
- 6.5.8. The Company hereby reserves the right not to allocate the newly issued ordinary shares to any shareholder, if such allocation makes the proportion of foreign shareholding to exceed of 49.0 percent of the total issued shares of the Company or in a manner that would breach laws, rules or regulations under Thai law or foreign law. The said shareholder may not receive the allocation of the newly issued ordinary shares or may only receive partial allocation thereof.
- 6.5.9. Under no circumstance will the Company allocate shares to any oversubscribing shareholder, (including the person prescribed in Section 258 of the Securities and Exchange Act B.E. 2534 (1992) of such shareholder) in a manner in a manner that would require any shareholder to make a tender offer in accordance with the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554 (except that said shareholder is granted exemption to make a tender offer for the whole business in accordance to the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554 If the allocation of the Newly-Issued Ordinary Shares results in any subscribing shareholder holding its shares in either of the aforementioned manners, the Company reserves the right not to allocate the Newly-Issued Ordinary Shares, or to allocate only part of the oversubscribed Newly-Issued Ordinary Shares, to such shareholder. The Company also reserves the right to allocate the remaining Newly Issued Ordinary Shares from above mentioned manner in the next round.
- 6.5.10. The Company reserves the right to alter the terms and conditions and methods of payment for the subscription of the newly issued ordinary shares and/or other details relating to the subscription procedures as it deems appropriate and beneficial to the subscription of the newly issued ordinary shares of the Company.

## **7. Objectives of the Capital Increase**

7.1 For funds received from issuing and offering common shares to existing shareholders of the company in proportion to their shareholding (Right Offering) and funds received from exercising rights to purchase additional common shares of the company according to warrants. Rights, amount not exceeding 1,097 million baht, estimated proportion of use of capital increase proceeds as follows:

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- (1) To be used for current and future business investments, amount not exceeding 397 million baht.
- (2) To repay the company's loan Amount not exceeding 300 million baht
- (3) To be used as working capital for the company's business operations. Amount not exceeding 400 million baht

However, if the Company receive the capital less than expectation, the fund using plan perhaps adjust accordingly.

7.2 For the funds that will be received from the general power of attorney capital increase. An amount of not less than 177 million baht (price of allocation of additional capital shares and the amount of money to be received It is a preliminary estimate. So there is uncertainty. It will be determined again in the future) by estimating the proportion of capital increase spending as follows:

- (1) For use in investing in projects
- (2) To provide working capital that may increase from business expansion

#### **8. Benefits to the Company from the capital increase / allocation of the newly issued shares.**

8.1 There is sufficient capital to support the current business operations of the company. and support expansion of investment in new projects in the future This will result in the company being able to make a profit. and has a tendency to improve operations in the future

8.2 To increase financial liquidity for the company To pay off debts, reduce financial costs and use it as circulating money within the business.

#### **9. Dividend Policy and Rights to Receive Dividend of the Newly Issued Shares**

Subscribers for the newly issued shares shall be entitled to dividends from the operating results of the Company upon their registration as Company's shareholders, provided that the shareholders must have their names listed in the shareholder register book of the Company on the book closing date, and the Company must announce the dividend payment, in accordance with the law and the relevant rules and regulations.

The Company has established a policy to pay the minimum dividend at the rate of not less than 40 percent of the net profits according to the financial statements of the Company after the deduction of tax, reserved funds as required by law, and obligations under the terms and conditions of the loan agreement.

However, the dividend payment will be subject to the following circumstances:

- (1) The Company's operating results show a profit
- (2) The Company has no remaining accumulated loss
- (3) The Company has sufficient cash flow for the dividend payment; and

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(4) The dividend payment will take into account the Company's investment plan, necessity of funds utilization and other appropriateness in the future

**10. Other Information Necessary for Shareholders in Investing in the Shares of the Company**

10.1 Control Dilution

10.1.1 The issuance and offering of Rights Offering

If the Right Offering is fully subscribed, there will be no impact of the Control Dilution. However, If there is no subscription of the Right Offerings, the Company will proceed to reduce the registered capital of the Company by eliminating the remaining ordinary shares from the offering for sale, resulting in the number of paid-up shares unchanged, and does not affect the Control Dilution. But in the event that the Right Offering is under subscribed and other shareholders exercise their Oversubscription Privilege, it will affect the Control Dilution as follows:

$$\begin{aligned}
 &= \frac{\text{No. of share issued}}{\text{No. of paid – up share} + \text{No. of share}} \\
 &= \frac{8,434,049,054}{8,434,049,054 + 8,434,049,054} \\
 &= 50\%
 \end{aligned}$$

10.1.2 Allocation of newly issued ordinary shares to be reserved for the exercise of the EMC-W7 Warrants

If the Warrant Holders fully exercises, there is no Control Dilution. If the Warrant Holders are not fully exercised, it will impact the Control Dilution as follows: (The calculation of the impact below is under the assumption that the Rights Offering is fully subscribed occur prior of the allocation of the EMC-7 Warrants which is also fully exercised)

$$\begin{aligned}
 &= \frac{\text{No. of Shares Reserved for the exercise of EMC-W7}}{\text{No. of Paid-up Shares after RO} + \text{No. of Shares Reserved for the exercise of EMC-W7}} \\
 &= \frac{4,217,024,527}{21,085,122,635} = \frac{4,217,024,527}{8,434,049,054 + 8,434,049,054 + 4,217,024,527}
 \end{aligned}$$

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Control dilution = 20.00%

8.1 Price Dilution

8.2.1. Rights Offering

If the Right Offering is fully subscribed, there will be no impact of the Price Dilution But in the event that the Right Offering is under subscribed and other shareholders exercise their Oversubscription Privilege, the Price Dilution impact will be as follows:

$$\begin{aligned}
 &= \frac{\text{Market Price Prior to the RO} - \text{Market Price after RO}}{\text{Market Price Prior to the RO}} \\
 &= \frac{(0.0631 - 0.07924)}{0.0631} \\
 &= -25.58\% \\
 &= \frac{\text{Market price after offering of additional common shares in proportion to holding}}{(\text{Market Price} \times \text{No. of paid-up share}) + (\text{Price RO} \times \text{Share RO}) + (\text{Exercise price} \times (\text{No. of Paid-up Shares} + \text{Shares RO} + \text{หุ้นของรับ EMC-W7}))} \\
 &= \frac{(0.0631 \times 8,434,049,054) + (0.07 \times 8,434,049,054) + (0.13 \times 4,217,024,527)}{(8,434,049,054 + 8,434,049,054 + 4,217,024,527)} \\
 &= \frac{1,670,785,118}{21,085,122,635} \\
 &= 0.07924
 \end{aligned}$$

**Note: The market price is equal to The weighted average market price of the company for the past 15 consecutive business days before the meeting of the Board of Directors No. 2/2024 on March 21, 2024 which is equal to 0.0631 baht.**

10.2.2 Issuance of additional common shares To support the exercise of rights according to the EMC-W7 warrant.

If shareholders who receive EMC-W7 warrants exercise their rights to convert to ordinary shares in full amount according to their rights. There will be no effect on the market price of the shares (Price Dilution). But in the case that shareholders who receive EMC-W7 warrants do not exercise their conversion rights and there are other shareholders exercising their conversion rights in full. There will be the maximum impact on the market price of the shares as follows (The calculation of the impact below is based on the assumption that the offering of additional common shares will be offered to the

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existing shareholders of the company in proportion to their shareholding (Rights Offering (which will occur before the allocation of EMC-W7 warrants, there are shareholders exercising their rights to purchase the entire amount of the said newly issued ordinary shares)

$$\begin{aligned}
 &= \frac{\text{Market Price after the RO} - \text{Market Price after the RO} + \text{EMC-W7}}{\text{Market Price after the RO}} \\
 &= \frac{(0.0631 - 0.07924)}{0.0631} \\
 &= -25.58\% \\
 &= \frac{\text{Market Price after the RO and exercise of EMC-W7}}{\text{Market price x number of shares paid first RO} + (\text{Offering price RO} \times \text{Number of shares offered for sale RO}) + \text{Money received from conversion}} \\
 &= \frac{\text{Number of shares paid first RO} + \text{Number of shares offered for sale RO} + \text{Number of shares}}{\text{Number of shares}} \\
 &= \frac{(0.0631 \times 8,434,049,054) + (0.07 \times 8,434,049,054) + (0.13 \times 4,217,024,527)}{(8,434,049,054 + 8,434,049,054 + 4,217,024,527)} \\
 &= \frac{1,670,785,118}{21,085,122,635} \\
 &= 0.07924
 \end{aligned}$$

### 10.3 Earnings per share dilution

After the issuance and offering of additional common shares offered to existing shareholders of the Company According to the shareholding proportion (Right Offering) will not affect the profit sharing. This is because the Company's statement of comprehensive income for the year ending December 31, 2021 has a loss, and the Company There is an accumulated loss remaining.

10.4 Summary of details of the warrant to purchase common shares of EMC Public Company Limited No. 7 (EMC-W7) as mentioned in Section 3.2.

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**Part 2 – Basic info of EMC Public Company Limited**

**1. Name and location of registered company**

Name	EMC Public Company Limited
Address	140/66 ITF Tower Building, 28th Floor, Silom Road, Suriyawong Subdistrict, Bang Rak District, Bangkok 10500
Telephone	02-615-6100
Facsimile	02-615-6128
Company Registration No.	0107538000321
Website	www.emc.co.th

**2. Nature of Business Operation, and other details**

**2.1 Nature of Business Operation**

History of EMC Public Company Limited (“the Company”) was registered as a juristic person incorporated in Thailand in 1979, transformed into a public limited company on June 9, 1995 and listed on the Stock Exchange of Thailand. On May 15, 1996, with its registered office at 140/66-67 ITF Tower, 28-30 th Floor, Silom Road, Suriyawong Sub-district, Bangrak District, Bangkok 10150, with the main business involved Provide services under long-term service contracts Construction and real estate development contracts. Business operate the Company's main business and still maintain a comprehensive construction contractor business. By accepting construction work from government agencies and private sectors Service from the outset until the construction of the building is completed in a manner known as "One stop point", which includes work from the preparatory work, piling work, foundation work, soil protection, structural work Architecture Landscape architecture And system engineering work, including electrical systems, mechanical systems, sanitation work, elevator systems, air conditioning systems And various automation works in the building, etc.

The construction work of the company has been taken in accordance with the appropriate steps. Either in the event that the employer is a government agency, state enterprise, or the private sector, which procedures will be determined Different pricing methods, timeframe, implementation and

construction conditions If the company has been selected through price negotiation And specify the construction conditions that are satisfied with all parties already Therefore finally hired to construct Generally, the company will be the main contractor for the construction. Construction specific May consider participating in the operation of a joint venture with other companies. Which caused the exchange of techniques in the work Learning and transferring new technology Knowledge of various fields Promote innovation development Which is considered to expand the working potential of the company To provide opportunities to participate in bidding for major projects in the government and private sectors in the future For the construction workers The company has a portion of its own daily workers. And the other part comes from the commissioning Subcontractors that have been properly registered with the company. And must meet the criteria set by the company. The advantage in this section is that the workforce can be set according to the needs of each period appropriately. And bring effective cost control as well.

#### *2.1.1 Vision and Mission of company*

The company's Board of Directors has determined the vision and mission of the company for the purpose and procedure of business operation. The details are as follow;

##### *VISION*

*To be a leading construction and property development in Thailand by deliver performance to meet international standards under the concept of sustainability and improving the quality of life for the Thai people, Social Quality and to create the highest satisfaction of all stakeholders in all sectors, include of customers, business partners, employees, surrounded community to grow together.*

##### *MISSION*

*Continue creativity while modernize Products and Services, development with highly innovative function consistently. Accompany with organizational development and human resources will be driven companies to achieve business goals to deliver performance and service quality as well as to meet international standards under the transparent resourcesmanagement and efficiency to contribute the highest effectiveness and verifiability.*

## 2.2.2 Information about products and services

*The company's business operation is divided into two main categories as follows.*

1. *Construction Business*
2. *Real Estate Business*

### ***1. Construction Business***

#### **Type of business**

The company's type of business is divided into two main categories such as general construction and electrical and mechanical engineering. The details are as follows :

#### **1.1 General Construction**

To provide services regarding contracting for construction of skyscrapers and industrial construction. The details are as follows :

##### **A) Building Construction**

The company renders one-stop service of building construction which covers designing and construction. The company has experiences in construction of economic buildings, sport complexes, educational institutes, accommodation buildings, hospitals, retail business buildings and facilities in industrial factories and residences.

##### **B) Industrial Construction**

Industrial construction shall be in form of turn-key projects. The company provides services of designing, construction and system planning necessary to usage in factories such as sanitary system and electrical system that the company has experiences in food industrial construction, petrochemical construction, polyester construction and so on.

##### **C) Civil Construction**

Civil construction is of work of public sector such as barrage construction, waterway construction, soil destruction prevention, roadway construction, etc.

#### **1.2 Electrical and Mechanical Engineering**

The company provides services of installing public utilities with a design, installing electrical system, plumbing system and ventilation system for several buildings such as hotel, hospital, condominium, office, shopping mall and industrial factory.



A) Electrical system

The company has a competency to serve installing various electrical system in form of full packaging to satisfy the needs of customers. Services of electrical system is composed of

- Electrical system installation
- Fire alarm system and fire prevention system installation
- Sound system installation
- Communication and Telecommunication system installation
- MATV installation
- CCTV installation
- Lighting protection system installation
- Installation of intelligent building systems or automatic control system

B) Plumbing and Sanitary System

The company provides services of plumbing and sanitary system covering a design and installation of waste water treatment system in accommodation buildings, offices and industrial factories. Such services is composed of

- Water heating system, water cooler system and drinking water system installation
- Fire extinction system installation
- Sewerage system installation
- Waste water treatment system installation
- Gutter system installation
- Sanitary system installation

C. Air Conditioning and Ventilation System

Services of Air Conditioning and Ventilation System are composed of

- Cooler system installation in buildings and factories
- Air conditioning system installation
- Air conditioner's air diffusion system installation
- Air piping system installation
- Temperature controlling system installation
- Air filter system installation

**Projects that commenced contracts and construction in 2021-2023**

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No.	Project Name	Project Location	Contract Value	Work Percentage
1	Thammasat University Rangsit Campus	Thammasat University	370,147,971	100.00
2	Thammasat University Rangsit Campus (Some renovation work on the 3rd floor)	Thammasat University	23,364,486	100.00
3	Taksin Hospital Medical Office	Somdet Chao Phraya Road , Khlong San District	1,950,503,382	37.96
4	Amazon Factory and Infrastructure	Wangnoi District, Phra Nakhonsi Ayutthaya Province	1,035,128,070	100.00
5	Chulalongkorn University Demonstration Secondary School	Chulalongkorn University	448,112,215	33.66
6	Thammasat University Rangsit Campus (TSS Learning Plaza)	Thammasat University	19,345,794	100.00
7	New factory 14 of petchaburi plant 2	Tumbol Sapang, Amphur Kao Yoi, Petchaburi	505,000,000	100.00
<b>Total</b>			<b>4,351,601,917</b>	

- Civil – Structural Work
- Architecture – Architecture Work
- M&E – Building System Work

**Marketing Strategy and Competition**

**1. Competitive strategy**

*The strategy for marketing and competition*

In order to achieve business objectives, the Company has set the marketing strategy and competition by business line as follows :

**1. Comprehensive construction company**

The company has received a variety of construction works consisting of high-rise buildings office building various factory buildings result in the company being a source of executives and expert engineers. Which has the potential to push the work of the company and the development of work efficiency starting to be able to save costs and reduce costs according to the policies laid down from the complete construction experience, the Company is ready to enter the bidding for large-scale projects or turnkey contracting work. There is also a policy to expand construction work in various forms such as small shopping malls in the form of a community mall, hospital buildings. Including industrial buildings from the original high-rise buildings in the form of condominiums and hotels In order to reduce operational risks.

**2. Thailand's leading system contractor company**

EMC is a leading contractor for electrical, mechanical and sanitation system engineering. Its credentials and achievements in system works have earned acceptability across the nation. The Company focuses on efficient and quality works with punctual delivery under the management certification of ISO 9001:2008, where the existing work systems have been developed and upgraded.

The Company has also developed its cost control and accounting system to allow for consistent monitoring of the cost status. Its personnel development has been an on-going process, with performance-based compensation and under good corporate governance principles. Its strategies have been set out mainly with a view to cost reduction and efficiency improvement.

3. Extend target group to government

To support stimulate economic policy of government, the company has established team for extended target group from private sector to governmental sector. Extension target group will reduce the operation risk of private sector and project for government will have better support credit facilities from financial institution.

4. Policy on quality, efficiency and punctuality, as well as security at workplace

The Company has instituted the key policy of producing quality works by staff with efficient and secure performance and completed as scheduled, being up to the standard of the ISO 9001:2008 certification. It also has good internal audit system in place, with development of computer system and software programs to ensure consistent monitoring of construction work status. This has allowed for top executives' access to clear and accurate information for timely decision making.

5. Business alliance

Business alliance is a key factor in competing with construction companies, both local and overseas. Besides collaborating with its alliances for local projects, EMC has expanded its work scope to overseas markets with its system engineering works.

6. Clients' confidence and trust

Having projects completed with high quality all along, the Company has gained full confidence and trust with consistent bidding invitations by the existing clients, the new clients as recommended by the existing ones and the new clients, who have seen its past achievements.

7. Highly experienced management team

Besides the managerial expertise, the Company's management team has accumulated knowledge and long-time experience in engineering contractor works with on-going management system development to enhance work efficiency, cut down cost and ensure generation of quality works in a rapid pace.

8. Pricing policy

The Company has instituted a marked to market pricing policy by calculating the cost of raw materials, labor wages, expense for production and gross profit based on reason and justice for consumers.

**Target customer profile**

EMC's target customers can be classified into 2 groups, one being government agencies and state enterprises, and the other being private sector customers. The revenue proportion between these 2 groups is indefinite, as the Company's business operations are of the project by project nature. Project bidding may take place at any time, and the type of customers will depend on the nature of the project and the time of the bidding on a case by case basis.

**1.Distribution and distribution channels**

In the construction contractor business, direct contacts with the customers are the main channel for the contractors. The Company set up Business Development Department to follow up latest news on the bidding invitations by both the public and private sectors. The Company may acquire private projects in an unlimited contract value but for public projects there are stricter requirements more than private sectors. In particular, the determination of the completed construction work that the company has undertaken. Therefore the Company has a policy to accumulate works for use in bidding for government sector jobs. At this time, the company has already completed the construction work which can participate in bidding for large-scale government projects and

focus on bidding for various special projects to generate more profit from construction. Meanwhile, in order to maintain distribution channels for private sector jobs the Company has a policy to maintain good relations between Project owner with periodic assessments to keep the old customer base firmly and adding new customers by maintaining quality of work and create good results.

## **2. Industry Conditions and Competitions**

The industry condition and trend

Condition of the general construction contract business is moving in the same direction with the expansion of the domestic construction sector. While the construction industry is changing in the same direction with the growth rate of GDP (Gross Domestic Products: GDP). If we consider according to the type of investment, we will find out that the construction industry of government and private sectors generally have changed in the opposite direction. That is, when the economy is in the expansion, investment in the construction of private sector is high while the government sector will reduce its investment in the construction to slow up the economy and the price level (inflation) to be not in a too high level that will harm the stability of the economy of the country as a whole. In contrast, when the economy is in a downturn or recession, investment in the construction of the private sector will be low while the government sector has to stimulate the economy through investments in the construction industry.

For value of the construction industry, 60-70 percent of total construction value comes from the investment of government sector while the remaining 30-40 percent of its investment comes from the private sector. This is because of the government policy to stimulate the government's construction business including an expectation that public sector investment would still be the main factor that will drive the growth of the construction industry in the future. This is a result of the investment projects that the government will start in the future including in-process ongoing projects, especially investment in the transportation sector and the development of public health and education system. All of these would be a major driving force in the government's construction business.

The characteristics of entrepreneurs in same competitive market

1. The entrepreneurs in industry of electrical and mechanical engineering system in large and medium size

Such entrepreneurs shall have wide experiences in business operation in electrical and mechanical engineering line as well as having renowned accomplishment of work. The entrepreneurs are mainly from bidders as main contractors such as EMC Public Co., Ltd., Powerline Engineering Public Co., Ltd. ,Jardine Engineering Company Limited, MECT Company Limited, Tai Khisha (Thailand) Company Limited, SEGGO Company Limited, etc.

2. The entrepreneurs in industry of electrical and mechanical engineering system in small size

Such entrepreneurs have working capitals in limited amount. Normally, they are not allowed to attend biddings as main contractor but shall be sub-contractor from entrepreneurs in large and medium size.

3. The entrepreneurs in construction industry in large size

Such entrepreneurs have investment budgets in construction in amount of more than 200 million baht.

4. The entrepreneurs in construction industry in small size

Such entrepreneurs have investment budgets in construction in amount of less than 200 million baht.

5. The entrepreneurs in construction industry in full packaging

Such entrepreneurs are in minority group that serve construction in full packaging. They are mostly large entrepreneurs such as Powerline Engineering Public Co., Ltd.

### **3. Sourcing of the products**

#### **3.1 Method to source the products**

##### Capacity to produce

Capacity of business in construction engineering and mechanical and electrical engineering unable to calculate in a figure clearly because of production capacity of this type of business have many variable factors such as

- *Number of engineer* which are project director, project manager, project engineer and engineer.
- *Number of sub-contractor* who have talent, experience and expertise in the construction and installation engineering for each type.

The company will manage the number of engineers and the number of sub-contractor each projects for deliver within the determinate time and serve demand of customers.

##### Raw material

a. The main raw material used in construction

The main raw material used in general construction engineering, operations engineering construction infrastructure and environmental engineering, and engineering work in the petrochemical and energy industry will be general raw materials used in construction such as steel bars, structural steel, concrete, cement, surface materials, wall materials and floor surfaces Lotus material, wall, material, wood, door, window, material color, roof but there will be some materials that will vary according to the nature of the line and customer needs.

The main raw material used in the operation of electrical and mechanical systems engineering can be divided by line The details are as follows :

*Electrical system* : electrical cable, electrical pipe, transformer BUS DUCT, electricity generator, plug, lamp, communications equipment, fire alarm equipment, audio equipment, TV antenna equipment, CCTV equipment, security devices.

*Sanitation and Fire* : PVC pipe, galvanized steel pipe, black iron pipe, turn off water valves, water pump, septic toilet tank, fire cabinet, fire line, Fire water dispenser, fire pumps.

*Air conditioning* : *Water pipes, air cleaners, air ducts, cool air ducts, ventilation ducts Air cooler Ventilation fan, cold air tower, cold water machine, cold water pump.*

b. Sourcing of raw materials

The company purchased all raw materials from domestic supplier; these included the domestic manufacturers and distributors within the country. Most of the material that the company purchases from manufacturers are common material used in electrical and mechanical engineering and general construction engineering such as steel, cement, electricity wire, PVC pipe etc. The raw material that company purchase from local distributors are the material's that characteristic needs of customers such as expensive luxury such as lamp, transformer, switches, high power pump, refrigerator, fire cabinet, fire alarms.

### **3.2 Responsibility towards Environment**

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The company's business operation in general construction constitutes environmental impacts towards community nearby construction area in respect of dust, noise and reverberation that the company has a policy to reduce the size and impact towards community as such to be of the least. To achieve this, the company shall

- Use canvas to prevent dust during construction.
- Try to understand and build good relationship with people living nearby.
- Get an insurance for protection of damage in all risks for risky projects.

#### 4. Projects that have not yet been completed in 2023

The company has a project under operation, with a total project value of 2,398.62 million baht, with the remaining work value of 1,507.40 million baht.

No.	Project Name	Project Location	Contract Value	Work Percentage
1	Taksin Hospital Medical Office	Somdet Chao Phraya Road , Khlong San District	1,950,503,382	1,210,146,100
2	Chulalongkorn University Demonstration Secondary School	Chulalongkorn University	448,112,215	297,258,014
<b>Total</b>			<b>2,398,615,597</b>	<b>1,507,404,114</b>

#### *2. Real Estate Development*

**The nature of business divided into products as follows:**

##### 2.1 Residential business

In August 2014, the Company has expanded its business from construction business to real estate development with the notion of sustainability and life uplifting to Thai people. Besides the Company is determined to increase the profits since real estate business gain profits far better than that of construction business and for the faster income acknowledgement. Also, this will lessen the risk at the initial stage of real estate development business. The Company has done business transaction by purchasing entities from previous experienced entrepreneurs in such area. Also the income of projects purchased is partly acknowledged in the 2nd quarter, year of 2015.

Projects the Company has purchased as follows;



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North Beach Resort project : At present, the condominium is registered under the name of North Beach and uses the name for the sale that Seaside Bangsaen is a 6-storey with 2 buildings, completed in 2017 with 200 units for sale, under Richman Property Company Limited and start transferring ownership of condominium units to customers since mid-January 2018. Which has already transferred ownership of all 15 units, valued at 43,441,359 baht



North land Condominium project: Recently, the project's name is changed to Palmio which consists of residential buildings 8 floors, 3 buildings, construction in process by commencing in 2014 under Sajja Bangsand Condominium Company Limited. The remaining land is waiting for development or for further sale.

In addition, the company has developed real estate projects under the name of EMC Public Company Limited which consists of



URBITIA Project is an 8-storey low-rise condominium project with 130 units in Soi Sukhumvit 36, which is only 230 meters away from Thonglor BTS Station, starting size from 28 - 97 square meters. 2016 At present, the project is completed and ready to move in. Which the project has been handing over and transferring ownership since June 2018 for this project All 107 units have been transferred, representing an area of 4,238.71 square meters or 79.88% of the total sales area. Moreover, with the potential of the project location near BTS Thonglor and with attractive price. Causing customers to give a good response to this project and is expected to close the sale of the entire project by 2024

## 2.2 Housing and land estate

In March 2015, in order to recognize revenue faster and reduce business risks at the beginning stage. Therefore, the Company has acquired the business from the same entrepreneurs who have expertise in that area and the company can gradually recognize some revenue since the second quarter of 2015. The company has invested in real estate business type of housing project in a horizontal manner in the form of a townhome along with the development of various utilities in the project, which is a project located on the land in Chonburi province. The projects that the company has purchased are



Siam Iyara Resort is a 3-storey and 2-storey townhome, totaling 251 units under Siam Bangkok Development Co., Ltd. For this project until the end of 2021, all 249 units have been transferred or Representing 99.20% of the total number of units It is another project that has been accepted by the residents as well.

## 2.3 Real estate Development (Mixed uses)

The Company has developed real estate (Mixed uses) projects consisting of community mall and commercial buildings under EMC Company (Public) Limited as follows;



Landmark Mahachai Project: Community Mall and Commercial buildings projects near the Nikom Mahachai railway residences around Wongwien Yai - Mahachai of Thai railway station by acquiring the land lease right in land developing projects for the period of 34 years. The duration of construction agreement is of 4 years and land use agreement for the period of 30 years which has been already affixed the signatures and shall be effective on 2nd January 2015. The Company has a plan to develop project to be of community mall under Landmark Mahachai project consisting of plaza building 5,471.49 sqm. and commercial building for 101 units with 21,849 sqm., which shall be sold in 2nd quarter of year 2015 and begin the delivery and registration of leasehold rights To customers in the year 2019.

In October 2016, the Company acquired Imperial Land Co., Ltd., the location of the project is located on Charoenkrung Road next to the Dragon Temple or Wat Leng Ne Yi, away from the Dragon Temple Station subway just 110 meters. The project is located near the economic district of Yaowarat and is a complete construction project making it possible to recognize income immediately.



Station One project is a commercial area on the 1-3 floor with a sales area of 1,168.07 square meters and a residential area on floors 4-7 of 56 units with a sales area of 1,944.46 square meters. Sales of rental space For the commercial area Has sold a total of 388.60 square meters of leased / rented area or 36.17% of the total retail space. There are stores such as Starbucks, 7-Eleven and Super Rich for the area for living There are customers who have already rented residential areas on the 7th floor. In addition, after the Wat Mangkon station opened for service in July 2019, the project has attracted a lot of attention from both residential customers and various investors.

## **The Market and Competition Condition**

### **1. Competition strategy**

#### Market and competition strategy

Real estate market in Thailand which composes of various real estate developers and variety of size as well as behaviors and being a deciding factor to purchase for customers at the present time such as affordable price, location, quality and standard of house, residential buildings, types of project and of house patterns and function arrangement in house or in room with the reputation of entrepreneurs that satisfy the customers. Accordingly, there are competition in design, product and service quality, environment and facilities in projects as well as pricing competition in certain product. Therefore not only the Company has many competitors in registered in SET but also competitors not registered in SET and other small competitors. The nature of competition shall depend upon the form of products, pattern and quality, location and pricing. The Company has a potentiality and capability to compete with other entrepreneurs by means of competition strategy as follows;

**Product and service Strategy**

- The Company prioritizes location of project to be of potentiality by considering to choose location where community extension tends to be and public transportation expansion in future. To emphasize the quality of structure and pattern with facilities and modern design with green space. The building is designed to be open-aired and decent ventilation with natural light being utilized for family as well as saving energy, solid foundation in long run and no useless space. Besides, building society to be of quality is crucial in the project. Enhancing the relation within family and community in projects.
- To manufacture products to cover various residences such as house, twin house, townhouse, town home, commercial buildings and condominiums in different areas throughout Bangkok and other provinces where the growth of economic is on the rise. Such location shall be potential with high demand to reflect the demand in the market and spread the risk of investment.

**Pricing strategy**

- Develop pricing strategies by integrating financial principles with marketing In product pricing to be able to compete with nearby competitors. In order to gain product advantage, price and customer satisfaction and to achieve trade-off between the number of units sold and gross profit that makes the most benefit to the company.

**Promotion strategy**

- To properly and continuously support the activities of promotion and marketing in each project to be

the deciding factor in the mind of customers such as Aggressive Pricing Strategy for certain units/ Projects.

**Uniqueness of products and services strategy**

- To gradually improve innovation of production such as choosing the effective construction method with international standard, choosing high quality material, improving designing of house and residences to reflect lifestyles or way of life of new generation people as well as to correspond with saving energy and environment. To effectively improve the system of inspection and approval of work and the after- service to satisfy the customers.
- To improve novation of service mind system for customers allowing the convenience for customers before and after selling such as improving online reservation system in sale offices so that the customers can see the unit plan and deduct units via online reservation by sending information directly to headquarter office of the Company resulting in the precise and faster service. To improve channel for payment such as payment by bar code card, payment by deducting bank account or credit card.

**Confidences in customers Strategy**

- To improve the projects and constructions in process to be completely finished within due date and deliver to customers on time.
- To engage in the international standard ISO 9001: 2008 to standardize products and services including inspection of working system and controlling the quality of work of subcontractors, employees, consultants and other suppliers by providing team to scrutinize every stages of construction and put “QC sticker” on prior to delivery of house and residences to customers as well as issuance of warranty to customers for reassurance in products and services as after service.

**Targeted customer group**

Targeted customer group of the Company shall be customers who have purchasing power as follows;

(1) Residential housing and buildings

Targeted customer group shall be office workers, directors, entrepreneurs and middle class persons as follows;

- Customers with low average incomes in the range of 20,000 - 50,000 THB per month
- Customers with average incomes in the range of 50,000- 120,000 THB / month
- Customers with top average incomes in the range of 120,000 THB/ month onwards

(2) Mixed use project consisting of community mall and commercial buildings

Targeted customers group such as entrepreneurs, businessmen and persons who seek the area for selling products and services to extend their branches to new trading area in the heart of the city such as Mahachai, Yaowarat etc.

### **Distribution and Channel**

The Company Group has main channel to distribute as follows;

The Company engages in distribution channel through sale offices located in each project and selling online via website of the Company and agent by advertising and broadcasting the information relating to the Company Group and the progressiveness of the project through various media Online Offline for penetrating the targeted customer group such as newspaper, advertising board, e-mail, website, facebook and so on.

## **2. Industrial and competition condition**

From the government's investment plan that encourages investment in mass transit systems to connect major cities in the country such as high-speed trains, double-track trains, special expressways connecting Bangkok and various districts and to look at this year is to push the U-Tapao Airport project to become the 3rd international airport and a commercial airport and aviation industry supports all forms of transportation, the Mart Ta Phut Port Extension project and Laem Chabang Port. to respond to the development of the special economic zone of the Eastern Region (EEC), which is Chachoengsao, Chonburi and Rayong and has invested in a railway project connecting 3 airports, Don Mueang, Suvarnaphum and U-Tapao together forming HUB. Investment in tourism and industry large sectors in the eastern districts, which stimulates employment and private investment causing money into the economy makes the property market have spread to this region and result in demand-supply growth residents in Chachoengsao, Chonburi and Rayong provinces. In addition, after the land and buildings Tax Act, which has passed the cabinet resolution, may affect the property market structure, causing the land to be traded and changed hands. To develop more real estate projects in the future and allowing entrepreneurs who have accumulated land in their hands to develop new housing projects

Which the EMC Public Company Limited strategic plan focuses on the government's investment plan and development of mass transit systems. In addition to distributing the prosperity of the city is an investment promotion that makes important cities the country has driven the economy. Therefore is an investment opportunity by choosing to invest in Chonburi Province, which is a province with economic growth both in tourism and services and the industrial sector, with the Seaside Bangsaen condominium project located on Bangsaen beach, the Palmio condominium project located near Amata Nakorn Industrial Estate and the Siam Ayara Resort Housing Project located on Ban Bueng in order to comply with the government's investment expansion plan.

This year, the company continues to focus on the original strategic plan and ready to develop existing land and invest in new projects. Along the land adjacent to the BTS extension especially the land along the yellow line, green line, pink line and blue line that connects urban communities to suburban areas. Which are mostly residential areas such as Lad Phrao, Lat Krabang, Lam Luk Ka, Ramindra and Bang Khae, respectively to develop projects to meet the needs of that community, whether it be condominiums, townhouses or semi-detached houses etc.

### **Product Supplier**

- Land supply and forms of project development.

The business development department is a main unity to allocate land, explore, for selection of location for project development, to enhance potentiality to select proper lands. This department shall analyze and study the probability in project development through working together with other departments such as design and product developer, project developer, legal and financial and marketing to scrutinize and decide to choose the types of residences suitable for such location such as condominium, single house, townhouse, commercial buildings with taking legal matters into account such as the height of buildings, set back, so on. Design and product developer shall consider the nature of land, planning projects to be in properness by taking account of legal matters and project developer shall consider the probability of the construction, the budget. Also, business developer shall estimate the entire selling amount by employing marketing information from marketing and sales department or explore new markets for enhancing the precise predictions and specifying the selling price in accordance with the current situation.

- Material purchasing

The Company purchases all material from suppliers in the country who are manufacturer and distributors in Thailand. The material purchased mostly are general material for electrical engineering and machines and construction engineers such as steel, plaster, wire, PVC, water pipe, etc. The material purchased from distributors in Thailand shall be customized as customers' order such as luxurious material with high price such as lamp, electric transformer, high voltage switch, cooler, fire extinguisher, fire alarm.

For Quality control, the Company has selected manufacturers and suppliers by comparing the volume of products and potentiality in providing material at the decent price as well as delivery on time to guarantee the suppliers shall provide materials with high standard and specified quantity within timeframe delivery. The Company shall regularly estimate the performance of each supplier to be ensured all of the standard stated by the Company.

○ Subcontractors supply

Supply of Subcontractors who can deliver the good quality of work within timeframe is a crucial factor in business operation. Therefore the selection of subcontractors, the Company shall consider the capability of subcontractors in construction by taking quality of work, timeframe and delivery on time into account. The Company shall consider the budget and standard for single house and townhouse development project. Most of projects are in Chonburi province. Hence the Company employs local subcontractors which the cost is low compared to the cost of subcontractors in Bangkok since there is no transportation and material delivery. The Company provides small subcontractors for construction leading to the flexibility in altering construction plan to respond the changing situation. For condominium, the Company shall firstly consider the power of manufacturing of construction of the Company whether it can proceed the construction or not. If construction works are overloaded, the Company shall hire subcontractors outside the Company. Such hire shall be exclusive subcontractor to complete the whole process of construction so as to control the construction cost. Besides, the Company still has a system to control construction to be in accordance with specific plan and has quality control system in a stringent manner according to ISO 9001: 2008

**Environmental responsibility**

The Company is in process of planning in managing public utility system of project to be in line with laws of land management as well as studying the impact of environment within the project according to laws for



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the projects unnecessary to require studying the impact on environment. The Company takes into account of the effect on environment and nearby community.

**Projects that have not yet been delivered, completed in 2023**

Project	Location	Type	Start Project	Sales area (sq.m.)	project progress	Total sales area and value		transferred		remaining			
						Unit	Value(Baht)	Unit	Value(Baht)	Sold		for sale	
										Unit	Value(Baht)	Unit	Value(Baht)
residential project													
Siam Iyara	Nong Bon Daeng Road, Ban Bueng District Chonburi Province	Town Home	Mar-58	5865.10 Sq.wa	1	251	403,061,324	249	395,281,324	0	-	2	7,780,000
residential condominium project													
Nort Beach	Bangsae Lang Road, Wonnapha, BeachSaensuk - Subdistrict, Mueang District, Chonburi Province	Condominium	Aug-57	8,030.94	1	200	512,229,185	17	48,058,139	8	26,041,314	175	438,129,732
Palmio	Soi Wat U-Tapao Phibun Pracharak Rd. Nong Mai Daeng - Subdistrict, Mueang District, Chonburi Province	Condominium	Aug-57	7,476.00	0.39	231	257,761,900	-	-	-	-	231	257,761,900
Urbittia	Soi Sukhumvit 36 (Thonglor) Phra Khanong Subdistrict, Khlong Toei District, Bangkok	Condominium	Feb-59	5,303.93	1	130	799,889,925	111	677,171,725	4	24,924,500	15	97,793,700
mixed-use project													
Landmark Mahachai	Railway Nikom Rd., Mahachai Subdistrict, Mueang District Samut Sakhon Province	Commercial Building	Nov-57	24,720.50	1	101	291,230,606	3	24,924,500	-	-	98	266,306,106.00
		Community Mall		5,069.00		83	201,548,457	-	-	-	-	-	201,548,457.00
Station One	Charoenkrung Road, Pom Prap District Pom Prap Sattru Phai Sub-district, Bangkok	Plaza	Oct-59	1,074.40	1	53	77,699,465	1	5,220,000	-	-	60	72,479,465
		Accommodation		1,944.46		56	130,262,755	-	-	-	-	56	130,262,755

Remark : \*\* Total value of the Landmark Mahachai Project Calculated from the rental fee over the lease term for a total of 30 years, then recalculated to the present value separately. Community Mall total 201,548,457-baht And commercial buildings in the amount of 291,230,606 - baht, the sale of space in the Community Mall section The company will enter into a contract with the customer. The term of the lease is from 1 - 3 years, renew the contract for 3 years, depending on the agreement in each individual. With regard to the best interests of the company is important. Therefore, the area that has been delivered to the shop amount 505.93 square meters.

\*\*\* The total value of the Station One project is calculated from the rental fee over the lease term for a total of 30 years and then calculated back to the current value, separated into the plaza, total 77,699,465 baht and the residential part of 130,262,755 baht in the community mall. The company will enter into a contract with the customer. The term of the lease is from 1 - 3 years, renew the contract for 3 years, depending on the agreement in each individual. With regard to the best interests of the company is important. Therefore, the area that has been delivered to the store and then rented out. For the commercial area Has sold a total of 388.60 square meters of leased / rented space with stores including Starbucks, 7-Eleven and Super Rich. Which the area on the 1st floor has already been fully rented out and for long-term contracts It has total value throughout the lease term that the company made with customers. The amount at present is approximately 5,220,000- baht.

past company has set a goal to be a leader in the construction and real estate development business in Thailand that delivers work of international standards. and has stable income growth along with studying and developing products and services as well as innovations to meet and cover the



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Details of investment and capital ratio of the company in subsidiaries or joint companies

As of December 31, 2023

***Business operations of subsidiaries and associates***

No.	Company Name	Office Location	Shareholding portion of the Company	Paid-up Capital	Registered Capital	Paid-up Shares	Par Value
Real estate development business							
1	Sajja Bangsean Condominium Company Limited	140/66 ITF Tower, Floor 28, Silom Road, Suriyawongse, Bangrak, Bangkok	100%	4,000,000	4,000,000	400,000	10
2	Rich Man Property Company Limited	140/66 ITF Tower, Floor 28, Silom Road, Suriyawongse, Bangrak, Bangkok	100%	5,000,000	5,000,000	500,000	10
3	North Property Company Limited	140/66 ITF Tower, Floor 28, Silom Road, Suriyawongse, Bangrak, Bangkok	100%	4,000,000	4,000,000	400,000	10
4	Siam Bangkok development Company Limited	140/66 ITF Tower, Floor 28, Silom Road, Suriyawongse, Bangrak, Bangkok	100%	20,000,000	20,000,000	2,000,000	10
5	Imperial Land Company Limited	140/66 ITF Tower, Floor 28, Silom Road, Suriyawongse, Bangrak, Bangkok	100%	110,000,000	110,000,000	1,100,000	100
Subsidiary companies providing services under long-term service contracts and construction contracts							

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No.	Company Name	Office Location	Shareholding portion of the Company	Paid-up Capital	Registered Capital	Paid-up Shares	Par Value
1	BR Construction Company Limited	140/66 ITF Tower, Floor 28, Silom Road, Suriyawongse, Bangrak, Bangkok	51%	60,000,000	60,000,000	60,000	1,000
Joint venture company doing real estate development business							
1	Company joint venture Chiang Mai Daily and EMC Co.,Ltd	140/66 ITF Tower, Floor 28, Silom Road, Suriyawongse, Bangrak, Bangkok	51%	5,000,000	10,000,000	50,998	100

4. Shareholder structure of the company

List of the top 10 shareholders (as of April 4, 2024, which is the latest shareholder list determination date (Record Date))

Name	Nationality	Number of shares	Shareholding ratio (%)
1 Mr.Chinchai Leenabanjong	Thai	2,090,220,615	24.78
2 Capital Engineering Network Public Company Limited	Thai	1,131,410,184	13.41
3 Rayongwire Industry Public Company Limited	Thai	976,475,700	11.58
4 Mr.Chanachai Leenabanjong	Thai	398,752,547	4.73
5 Mr.Voravit Leenabanjong	Thai	157,990,100	1.87
6 CREDIT SUISSE AG, SINGAPORE BRANCH	Swiss	147,942,900	1.75
7 Thai NVDR Company Limited	Thai	131,813,397	1.56
8 Miss Namtip Cholsaipun	Thai	72,000,000	0.85
9 Mr.Chinchana Leenabanjong	Thai	71,000,000	0.84
10 Mr.Krit Orsirivikorn	Thai	55,000,000	0.65

Notice of the Allocation of Newly Issued Ordinary Shares of the Company to the  
Existing Shareholders (Rights Offering)  
EMC Public Company Limited

5. Information on names of directors and executives คณะกรรมการบริษัทฯ

List of the Company's Board of Directors as of 30 April 2024 are as follows:

Name	Position	Shareholding ratio (%)
1 Mr. Chanachai Leenabanchong	Chairman of the Board of Directors , Executive Directors	4.73
2 Mr. Voravit Leenabanchong	Vice President of Board No.1 ,	1.87
3 Dr. Chalie Jangwijikul	Vice President of Board No.2 , Chief Executive Officer	
4 Mr. Mongkol Chanpaisan	Director	-
5 Mr. Panutad Naewchan	Director	-
6 Acting Lieutenant Matee Ittirivichai	Director , Company secretary	0.0001
7 Miss Praomart Hantra	Independent Director Chairman of the Audit Committee	-
8 Miss Thaweesri Wikayathipat	Independent Director Member of the Audit Committee	-
9 Dr. Yaowarin Srichainan	Independent Director Member of the Audit Committee	-

Executive Committee

As of April 30, 2024, the Company's executive committee consisted of 9 people, consisting of:

Executive Committee (New)		
1	Mr.Chanachai Leenabanchong	Executive Chairman
2	Mr.Voravit Leenabanchong	Executive Director
3	Dr.Chalie Jangwijitkul	Executive Director
4	Mr.Mongkol Chanpaisan	Executive Director
5	Ms.Wanida Puangbunmak	Executive Director
6	Mr. Kornkrit Prakongwittaya	Executive Director
7	Mr.Uthai Klangphimai	Executive Director
8	Mr. Panutad Naewchan	Executive Director
9	Acting Lieutenant Matee Ittilivichai	Executive Director

Notice of the Allocation of Newly Issued Ordinary Shares of the Company to the  
Existing Shareholders (Rights Offering)  
EMC Public Company Limited

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6. History of capital increase and history of paying dividends in the past 3 years

6.1. History of capital increase

-do not have -

6.2. Dividend payment history

-do not have -

Notice of the Allocation of Newly Issued Ordinary Shares of the Company to the  
Existing Shareholders (Rights Offering)  
EMC Public Company Limited

**Part 3– Summary of financial information of EMC Public Company Limited.**

Summary of the 2021-2023 consolidated financial statements for the year ending 31 December as follows:

**1. Consolidated statement of financial position**

List	2023		2022		2021	
	Amount (Million Baht)	percenta ge	Amount (Million Baht)	percenta ge	Amount (Million Baht)	percenta ge
<b>Assets</b>						
<b>Current assets</b>						
Cash and cash equivalents items	20.74	0.88	20.43	0.74	18.31	0.69
Trade and other current receivables	91.54	3.86	138.52	5.02	37.50	1.42
Current contract assets	408.43	17.24	477.67	17.30	496.49	18.74
Short-term loans and interest receivable	-	-	4.12	0.15	3.34	0.13
Inventories	604.51	25.51	625.27	22.65	660.70	24.94
Advance payments for materials and contractors	12.73	0.54	9.88	0.36	12.24	0.46
Other current assets	6.89	0.29	9.60	0.35	6.91	0.26
<b>Total current assets</b>	<b>1,144.84</b>	<b>48.32</b>	<b>1,285.47</b>	<b>35.18</b>	<b>1,235.49</b>	<b>46.64</b>
<b>Non-current assets</b>						
Deposits subject to collateral	93.48	3.95	101.87	3.85	68.96	2.60
Other non-current financial assets	16.42	0.69	17.14	0.62	20.07	0.76

Notice of the Allocation of Newly Issued Ordinary Shares of the Company to the  
Existing Shareholders (Rights Offering)  
EMC Public Company Limited

List	2023		2022		2021	
	Amount (Million Baht)	percenta ge	Amount (Million Baht)	percenta ge	Amount (Million Baht)	percenta ge
Investments in associates	-	-	-	-	-	-
Contract assets - Non Current	36.44	1.54	34.34	1.24	-	-
Investment property	843.89	35.62	1,050.33	38.04	1,085.13	40.97
Property, plant and equipment	133.97	5.65	145.05	5.25	139.57	5.27
Right-of-use assets	22.33	0.94	27.84	1.01	15.68	0.59
Other intangible assets other than goodwill	9.93	0.42	3.47	0.13	3.72	0.14
Income tax deducted at sources	66.24	2.80	93.06	3.37	78.67	2.97
Other non-current assets	1.73	0.07	1.97	0.07	1.54	0.06
<b>Total non-current assets</b>	<b>1,224.44</b>	<b>51.68</b>	<b>1,475.07</b>	<b>53.43</b>	<b>1,413.34</b>	<b>53.36</b>
<b>Total assets</b>	<b>2,369.28</b>	<b>100.00</b>	<b>2,760.54</b>	<b>100.00</b>	<b>2,648.82</b>	<b>100.00</b>
<b>Liabilities and shareholders' equity</b>						
<b>Current liabilities</b>						
Trade and other current payables	341.87	14.43	374.75	13.56	207.44	7.83
หนี้สินที่เกิดจากสัญญา	63.54	2.68	103.01	3.73	68.22	2.58
Overdrafts and short-term borrowings from	67.16	2.83	150.58	5.45	16.81	0.63
Other current provisions	87.44	3.69	27.39	0.99	38.49	1.45



Notice of the Allocation of Newly Issued Ordinary Shares of the Company to the  
Existing Shareholders (Rights Offering)  
EMC Public Company Limited

List	2023		2022		2021	
	Amount (Million Baht)	percenta ge	Amount (Million Baht)	percenta ge	Amount (Million Baht)	percenta ge
Short-term borrowings and interest payables from related companies	115.79	4.89	70.04	2.54	3.55	0.13
Short-term borrowings and interest payables from other companies	273.32	11.54	5.37	0.19	5.37	0.20
Current portion of Long-term borrowings	242.09	10.22	205.08	7.43	204.26	7.71
Current portion of Lease liabilities	12.93	0.55	6.80	0.25	3.51	0.06
<b>Other current liabilities</b>	8.58	0.36	10.34	0.37	10.37	0.39
Total current liabilities	1,212.74	51.19	953.67	34.55	558.03	21.07
Non-current liabilities						
Long-term borrowings	8.80	0.37	79.99	2.90	19.08	0.72
Lease liabilities	41.11	1.74	51.07	1.86	44.84	1.69
Non-current provisions for employee benefit	26.34	1.11	25.96	0.94	28.67	1.08

Notice of the Allocation of Newly Issued Ordinary Shares of the Company to the  
Existing Shareholders (Rights Offering)  
EMC Public Company Limited

List	2023		2022		2021	
	Amount (Million Baht)	percenta ge	Amount (Million Baht)	percenta ge	Amount (Million Baht)	percenta ge
Retention payable to contractors	102.58	4.33	122.22	4.43	131.92	4.98
Deferred tax liabilities	14.50	0.61	3.29	0.12	3.74	0.14
Other non-current liabilities	8.58	0.36	10.34	0.37	9.44	0.36
Total non-current liabilities	201.93	8.52	292.86	10.61	238.04	8.99
Total liabilities	1,414.66	27.52	1,246.54	77.89	796.07	30.05
<b>Shareholders' equity</b>						
Ordinary shares	15,680.63	661.83	12,650.63	458.27	12,650.63	477.59
Issued and paid-up share capital	8,434.05	355.98	8,433.78	305.51	8,433.75	318.40
Share premium on ordinary shares	248.61	10.49	248.61	9.01	248.61	9.39
Share discount on ordinary shares	(4,460.13)	(188.25)	(4,459.90)	(161.56)	(4,459.88)	(168.37)
Share premium on treasury stocks	5.97	0.25	5.97	0.22	5.97	0.23
Retained earnings (deficit)						
Legal reserve	16.48	0.70	16.48	0.60	16.48	0.62
Deficit	(3,217.62)	(135.81)	(2,661.36)	(96.41)	(2,326.45)	(87.83)
Other component of equity	58.01	2.45	60.65	2.20	63.30	2.39

Notice of the Allocation of Newly Issued Ordinary Shares of the Company to the  
Existing Shareholders (Rights Offering)  
EMC Public Company Limited

List	2023		2022		2021	
	Amount (Million Baht)	percenta ge	Amount (Million Baht)	percenta ge	Amount (Million Baht)	percenta ge
Total shareholders' equity of Parent Company	1,085.36	45.81	1,644.23	59.56	1,981.79	74.82
Non-controlling interests	(130.75)	(5.52)	(130.23)	(4.72)	(129.03)	(4.87)
Total shareholders' equity	954.62	40.29	1,514.00	54.84	1,852.75	69.95
Total liabilities and shareholders' equity	2,369.28	100.00	2,760.54	100.00	2,648.82	100.00

Notice of the Allocation of Newly Issued Ordinary Shares of the Company to the  
Existing Shareholders (Rights Offering)  
EMC Public Company Limited

2. STATEMENTS OF COMPREHENSIVE INCOME

List	2023		2022		2021	
	Amount (Million Baht)	percentage	Amount (Million Baht)		Amount (Million Baht)	percentage
Revenues						
Revenue from construction	385.40	84.26	597.79	88.85	948.88	86.13
Revenue from sales of real estate	17.95	3.92	41.98	6.24	107.34	9.74
Rental and services income	13.00	2.84	8.89	1.32	8.44	0.77
Profits from selling investments	1.48	0.32	-	-	-	-
Profits from the sale of investment properties	-	-	1.45	0.22	4.28	0.39
Income from project consulting fees	-	-	0.28	0.04	0.83	0.08
โอนกลับค่าเผื่อจากการ ตัดยค่าของสินทรัพย์	-	-	-	-	-	-
Finance income	0.85	0.19	0.48	0.07	0.54	0.05
Other income	38.73	8.47	21.96	3.26	31.36	2.85
Total revenues	457.41	100.00	672.82	100.00	1,101.67	100.00
Expenses						
Costs of construction	592.20	129.47	772.12	114.76	924.52	83.92
Cost of sales of real estate	20.91	4.57	33.56	4.99	90.91	8.25
Cost of rental and services fee	38.61	8.44	38.58	5.73	39.71	3.60

Notice of the Allocation of Newly Issued Ordinary Shares of the Company to the  
Existing Shareholders (Rights Offering)  
EMC Public Company Limited

List	2023		2022		2021	
	Amount (Million Baht)	percentage	Amount (Million Baht)		Amount (Million Baht)	percentage
Distribution costs	8.69	1.90	6.93	1.03	10.37	0.94
Administrative expenses	319.14	69.77	158.45	23.55	129.00	11.71
Finance costs	25.71	5.62	3.17	0.47	2.57	0.23
Total expenses	1,005.27	219.77	1,012.82	150.53	1,197.07	108.66
Share of loss of joint ventures and associates accounted	(0.35)	(0.08)	(0.73)	(0.11)	(1,513.40)	(137.37)
Loss before income tax expense	(548.22)	(119.85)	(340.73)	(50.64)	(96.93)	(8.80)
Tax income (expenses)	(11.21)	(2.45)	0.59	0.09	3.30	0.30
Loss for the year	(599.42)	(131.05)	(340.14)	(50.55)	(93.63)	(8.50)

### 3. STATEMENTS OF CASH FLOWS

List	2023	2022	2021
Net cash provided by operation activities	(154.91)	(189.62)	(65.50)
Net cash provided by investing activities	12.12	(47.18)	157.18
Net cash provided by financing activities	143.10	238.93	(107.94)
Net cash and cash equivalents, decrease	0.32	2.12	(16.26)
Cash and cash equivalents at the beginning of the period	20.43	18.31	34.57
Cash and cash equivalents at the end of the period	20.74	20.43	18.31



## Subscription Form for Newly Issued Ordinary Shares to Existing Shareholders

EMC Public Company Limited

AT THE RATIO OF 1 EXISTING SHARE TO 1 NEWLY ISSUES ORDINARY SHARE AT THE PRICE OF BAHT 0.07 PER SHARE WITH FREE WARRANT (EMC-W7)

Subscription Date  27 May 2024  28 May 2024  29 May 2024  30 May 2024  31 May 2024  1 Jun 2024  2 Jun 2024  
 3 Jun 2024  4 Jun 2024  5 Jun 2024  6 Jun 2024  7 Jun 2024

Please clearly and completely fill in the space below

Name  Mr.  Mrs.  Miss  Corporate ..... Shareholder's Register No .....  
 Thai Nationality ID Card No.....  Alien Nationality Alien Card/Passport No.....  
 Juristic Person of Thai Nationality Company Registration No.....  Juristic Person of Alien Nationality Company Registration No.....

Shareholders database in accordance with the share register book (Record Date) as of May 9, 2024 that the Company obtains from Thailand Securities Depository Co.Ltd.

Mobile Phone Number ..... Alternative contact number .....

I am an existing shareholder of the Company whose name appear on the Company's register at the Book Closure Date on May 9, 2024

Number of existing Shares..... Shares, and entitled to subscribe AT THE RATIO OF 1 EXISTING SHARE TO 1 NEW SHARE..... Shares

Subscription Type	No. of subscribed shares	Amount (Baht)
1. Subscription for full entitlement		
2. Subscription for more than the entitlement (exceeding the right only)		
3. Subscription for lower than entitlement		
<b>Total</b>		

I/We have enclosed the payment made by

- Transfer money to your account via  Bangkok Bank Public Company Limited, account number 101-8-09274-0
- Check/cashier check/draft payable to "Subscription for increase capital Account of EMC Public Company Limited" (The company must receive the checks and dated on the checks not later than June 6, 2024)  
Check No..... Date ..... Bank ..... Branch .....

In case of refund of oversubscribing for newly issued ordinary shares (if any)

In case where the subscriber has been allocated part of subscribed shares or has not been allocated or the subscriber has overpaid for the value of the allocated shares, the Company shall refund the subscription amount for those unallocated shares without interest and any compensation (within 15 business days after the close of the subscription period.) will be completed via the following methods.

(Please select only one of the followings)

- Transfer to my/our bank account..... with Certified true copy of the front page of account book or bank statement shall be submitted.  
Bank Name ..... Branch ..... Account No ..... Account Type  Current A/C  Saving A/C
- Issue a crossed check or cashier check payable to the name of the subscriber and delivering such check via registered postal mail to the address as appears on the Company's share register book on the Record Date.

## Method of receiving securities

If the shares are allotted to me/us, I/We agree to have either one of the following actions taken (please mark "✓" in front of your choice)

- To issue the share certificates in the name of "Thailand Securities Depository Company Limited for Depositors" for the allotted ordinary shares and have (name of broker)..... Participant No.    (see the list appearing on the back of this subscription form) deposit those shares with Thailand Securities Depository Company Limited for securities trading account number..... which I/We have maintained my/our account. (Name of the Subscriber must be the same with Account Name)
- To issue the share certificates in the name of "Thailand Securities Depository Company Limited for Depositors" and deposit those shares with Thailand Securities Depository Company Limited under the Issuer account number 600 for my/our name. **The subscriber must fill in additional details for depositing shares in Issuer's Account No. 600 and FATCA documents and submit together with this subscription form.** (For issuing share certificate later, the subscriber will be subject to a fee specified by Thailand Securities Depository Company Limited)
- To issue the share certificates in my/our name and deliver them to me/us as per the name and address specified in the shareholder register by registered mail. I/We hereby authorize the Company to proceed with all necessary actions to have the share certificates issued and delivered to me/us within 15 business days after the close of the subscription period. I/We also acknowledge that the share certificates may be received by me/us after the Stock Exchange of Thailand has approved the Listing and the trading of such securities on the Stock Exchange of Thailand.

I/We agree and undertake to subscribe for the new ordinary shares in the number allotted by the Company and shall not revoke the subscription as stated above If I/We do not return this duly completed subscription form the supporting documents for share subscription together with Cheque/ Draft/ Pay-in slip or the Cheque/ Draft has not been honored within the next business day from the date of payment or delivery, it is deemed that my/our subscription rights has been irrevocably waived. If the share subscription the share subscription amount stated in this Subscription Form does not match the payment received, the Company shall regard the payment received as the intended subscription amount. I have studied all the information related to the offering of newly issued ordinary shares and agree to be bound by such terms and conditions and that will be amended later.

Please be aware that there is risk involved in securities investment and make sure you have thoroughly studied all information before deciding on the share subscription.

✗ Signature ..... Subscriber

## Subscription Receipt (Subscribers please also fills in this portion)

Subscription Form No .....

EMC PCL. received payment from (name of Subscriber) ..... at the price of 0.07 baht per share.

Subscription Date  27 May 2024  28 May 2024  29 May 2024  30 May 2024  31 May 2024  1 Jun 2024  2 Jun 2024  
 3 Jun 2024  4 Jun 2024  5 Jun 2024  6 Jun 2024  7 Jun 2024

Subscription Type	No. of subscribed shares	Amount (Baht)
1. Subscription for full entitlement		
2. Subscription for more than the entitlement (exceeding the right only)		
3. Subscription for lower than entitlement		
<b>Total</b>		

Made Payable by  Transfer  Cashier Check  Personal Check

Check No ..... Date ..... Bank ..... Branch .....

 Issue a share certificate in the name of "Thailand Securities Depository Company Limited for the Depositor" Participant number   

Securities trading account number.....

 Issue a share certificate in the name of "Thailand Securities Depository Company Limited" and deposit those shares with Thailand Securities Depository Company Limited under the issuer account number 600 Issue a share certificate in the name of subscriber

Authorized Officer .....

BROKER			
ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name	ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name
002	บริษัทหลักทรัพย์ทิสโก้ จำกัด TISCO SECURITIES COMPANY LIMITED	032	บริษัทหลักทรัพย์ คาโอ (ประเทศไทย) จำกัด (มหาชน) DAOL SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
003	บริษัทหลักทรัพย์ พาย จำกัด (มหาชน) Pi Securities Public Company Limited	034	บริษัทหลักทรัพย์ฟิลลิป (ประเทศไทย) จำกัด (มหาชน) PHILLIP SECURITIES (THAILAND) PUBLIC CO.,LTD.
004	บริษัทหลักทรัพย์ ดีบีเอส วิคเคอร์ส (ประเทศไทย) จำกัด DBS VICKERS SECURITIES (THAILAND) CO.,LTD	038	บริษัทหลักทรัพย์ บียอนด์ จำกัด (มหาชน) Beyond Securities Public Company Limited
005	บริษัทหลักทรัพย์ แลนด์ เฮาส์ จำกัด (มหาชน) LAND AND HOUSES SECURITIES PUBLIC COMPANY LIMITED	048	บริษัทหลักทรัพย์ ไอรา จำกัด (มหาชน) AIRA SECURITIES PUBLIC COMPANY LIMITED
006	บริษัทหลักทรัพย์ เกียรตินาคินภัทร จำกัด (มหาชน) Kiattakin Phatra Securities Public Company Limited	050	บริษัทหลักทรัพย์ เอเชียเอส จำกัด ASL SECURITIES COMPANY LIMITED
007	บริษัทหลักทรัพย์ ซีจีเอส-ซีไอเอ็มบี (ประเทศไทย) จำกัด CGS-CIMB Securities (Thailand) Co., Ltd.	051	บริษัทหลักทรัพย์ เอสบีไอ ไทย ออนไลน์ จำกัด SBI THAI ONLINE SECURITIES CO.,LTD.
008	บริษัทหลักทรัพย์ เอเชีย พลัส จำกัด ASIA PLUS SECURITIES COMPANY LIMITED	052	บริษัทหลักทรัพย์ จีเอ็มโอ-แซด คอม (ประเทศไทย) จำกัด (มหาชน) GMO-Z com Securities (Thailand) Public Company Limited
010	บริษัทหลักทรัพย์ เมอร์ริล ลินช์ (ประเทศไทย) จำกัด MERRILL LYNCH SECURITIES (THAILAND) LIMITED	053	บริษัทหลักทรัพย์ ลิเบอเรเตอร์ จำกัด LIBERATOR SECURITIES CO.,LTD.
011	บริษัทหลักทรัพย์ กสิกรไทย จำกัด (มหาชน) KASIKORN SECURITIES PUBLIC COMPANY LIMITED	200	บริษัทหลักทรัพย์ เมย์แบงก์ (ประเทศไทย) จำกัด (มหาชน) MAYBANK SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
013	บริษัทหลักทรัพย์ เคจีไอ (ประเทศไทย) จำกัด (มหาชน) KGI SECURITIES (THAILAND) PUBLIC CO.,LTD.	211	บริษัทหลักทรัพย์ ยูบีเอส (ประเทศไทย) จำกัด UBS SECURITIES (THAILAND) LTD.
014	บริษัทหลักทรัพย์ กรุงศรี พัฒนาสิน จำกัด (มหาชน) Krungsri Capital Securities Public Company Limited	221	บริษัทหลักทรัพย์ เมอร์ชันทน์ พาร์ตเนอร์ จำกัด (มหาชน) MERCHANT PARTNERS SECURITIES LIMITED.
015	บริษัทหลักทรัพย์ คิงส์ฟอร์ด จำกัด (มหาชน) KINGSFORD SECURITIES PUBLIC COMPANY LIMITED	224	บริษัทหลักทรัพย์ บัวหลวง จำกัด (มหาชน) BUALUANG SECURITIES PUBLIC COMPANY LIMITED
016	บริษัทหลักทรัพย์ ธนชาด จำกัด (มหาชน) THANACHART SECURITIES PUBLIC COMPANY LIMITED	225	บริษัทหลักทรัพย์ ซี แอล เอส เอ (ประเทศไทย) จำกัด CLSA SECURITIES (THAILAND) LTD.
019	บริษัทหลักทรัพย์ หยวนต้า (ประเทศไทย) จำกัด YUANTA SECURITIES (THAILAND) COMPANY LIMITED	229	บริษัทหลักทรัพย์ เจพีมอร์แกน (ประเทศไทย) จำกัด JPMORGAN SECURITIES (THAILAND) LIMITED
022	บริษัทหลักทรัพย์ ตรีนิติ จำกัด TRINITY SECURITIES CO.,LTD.	230	บริษัทหลักทรัพย์ โกลเบล็ก จำกัด GLOBLEX SECURITIES COMPANY LIMITED
023	บริษัทหลักทรัพย์ อินโนเวสต์ เอกซ์ จำกัด InnovestX Securities Co., Ltd.	242	บริษัทหลักทรัพย์ ซิตี้คอร์ป (ประเทศไทย) จำกัด CITICORP SECURITIES (THAILAND) LIMITED)
026	บริษัทหลักทรัพย์ ยูโอบี เคทีเอช (ประเทศไทย) จำกัด (มหาชน) UOB KAY HIAN SECURITIES (THAILAND) PUBLIC CO.,LTD.	244	บริษัทหลักทรัพย์ แมคควารี (ประเทศไทย) จำกัด MACQUARIE SECURITIES (THAILAND) LIMITED
027	บริษัทหลักทรัพย์ อาร์เอชบี (ประเทศไทย) จำกัด (มหาชน) RHB SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	248	บริษัทหลักทรัพย์ กรุงไทย เอ็กซ์สปริง จำกัด Krungthai XSpring Securities Company Limited
029	บริษัทหลักทรัพย์ กรุงศรี จำกัด (มหาชน) KRUNGSRI SECURITIES PUBLIC COMPANY LIMITED	924	บริษัทหลักทรัพย์ ฟินันเซีย ซีอาร์เอส จำกัด (มหาชน) FINANSIA SYRUS SECURITIES PUBLIC COMPANY LIMITED
030	บริษัทหลักทรัพย์ ไอวี โกลบอล จำกัด (มหาชน) I V GLOBAL SECURITIES PUBLIC CO., LTD.		

SUB-BROKER			
ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name	ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name
258	บริษัท หลักทรัพย์ เคเคพี ไดม์ จำกัด KKP DIME SECURITIES COMPANY LIMITED		

CUSTODIAN			
ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name	ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name
236	ธนาคาร ทิสโก้ จำกัด (มหาชน) TISCO BANK PUBLIC COMPANY LIMITED	330	ธนาคารฮ่องกงและเซี่ยงไฮ้แบงกิงคอร์ปอเรชั่น จำกัด (เพื่อตราสารหนี้) THE HONGKONG AND SHANGHAI BANKING CORP.,LTD.BKK.-BOND
245	ธนาคารทหารไทยธนชาด จำกัด (มหาชน) TMBThanachart Bank Public Company Limited	334	บริษัทหลักทรัพย์ เพ็ชรบุรีหลักทรัพย์ จำกัด (มหาชน) (กสทค.เดิม) TSFC SECURITIES PUBLIC COMPANY LIMITED - CUSTODIAN
301	ธนาคารซีทีบีแบงก์ เอ็น.เอ.(CUSTODY SERVICES) CITIBANK, N.A. - CUSTODY SERVICES	336	ธนาคารเกียรตินาคินภัทร จำกัด (มหาชน) Kiattakin Phatra Bank Public Company Limited
302	ธนาคารไทยพาณิชย์ จำกัด (มหาชน) THE SIAM COMMERCIAL BANK PUBLIC CO.,LTD.	337	ธนาคารทหารไทยธนชาด จำกัด (มหาชน) TMBThanachart Bank Public Company Limited
303	ธนาคารกรุงเทพ จำกัด (มหาชน) - ผู้รับฝากทรัพย์สิน BANGKOK BANK PUBLIC COMPANY LIMITED-CUSTODY	339	ธนาคาร ทิสโก้ จำกัด (มหาชน) (เพื่อรับฝากทรัพย์สิน) TISCO BANK PUBLIC COMPANY LIMITED (CUSTODIAN)
304	ธนาคารฮ่องกงและเซี่ยงไฮ้แบงกิง คอร์ปอเรชั่น จำกัด THE HONGKONG AND SHANGHAI BANKING CORP.,LTD.BKK.	340	ธนาคาร เจพีมอร์แกน เชส (เพื่อค้าตราสารหนี้) JPMORGAN CHASE BANK (BOND TRADING)
305	ธนาคารกรุงไทย จำกัด (มหาชน) THE KRUNG THAI BANK PUBLIC CO.,LTD.	343	ธนาคาร ซีไอเอ็มบี ไทย จำกัด (มหาชน) CIMB THAI BANK PUBLIC COMPANY LIMITED
308	ธนาคารกสิกรไทย จำกัด (มหาชน) KASIKORNBANK PUBLIC COMPANY LIMITED	350	บริษัทหลักทรัพย์ สยามเวลธ์ จำกัด SIAM WEALTH SECURITIES COMPANY LIMITED
312	ธนาคารสแตนดาร์ดชาร์เตอร์ด (ไทย) จำกัด (มหาชน) STANDARD CHARTERED BANK (THAI) PUBLIC CO.,LTD.	351	บริษัทหลักทรัพย์ เวลธ์ แมจิก จำกัด WEALTH MAGIK SECURITIES CO.,LTD
316	ธนาคาร อีซีบีซี (ไทย) จำกัด (มหาชน) INDUSTRIAL AND COMMERCIAL BANK OF CHINA (THAI) PUBLIC COMPANY LIMITED	352	บริษัทหลักทรัพย์ บลูเบลล์ จำกัด BLUEBELL SECURITIES COMPANY LIMITED
320	ธนาคารคอยซ์แบงก์ เอช สาขากรุงเทพฯ - เพื่อรับฝากทรัพย์สิน DEUTSCHE BANK AKTIENGESELLSCHAFT BANGKOK BRANCH - CUSTODY SERVICES	412	บริษัท ศรีสวัสดิ์ แคปปิตอล 1969 จำกัด (มหาชน) Srisawad Capital 1969 Public Company Limited
328	ธนาคารกรุงศรีอยุธยา จำกัด (มหาชน) BANK OF AYUDHYA PUBLIC COMPANY LIMITED	425	ธนาคารกรุงไทย จำกัด (มหาชน) (เพื่อลูกค้า) KRUNG THAI BANK PUBLIC COMPANY LIMITED (FOR CUSTOMER)
329	ธนาคารทหารไทยธนชาด จำกัด (มหาชน) TMBThanachart Bank Public Company Limited	432	ธนาคารกรุงศรีอยุธยา จำกัด (มหาชน) - เพื่อพันธบัตร Bank of Ayudhya Public Company Limited - For Bond

**Additional documents for securities subscription**

**Only for those who wish to deposit securities into the Issuer Account.**

I/We.....

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

In case the securities holder is an individual

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

2. Nationality 2 .....

3. Permanent address .....

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

In case the securities holder is a juristic person

1. Country of Incorporation .....

2. Status of juristic person under FATCA (FATCA STATUS \*) .....

(\* Please answer the questionnaire attached to fill in this field)

- In case of FATCA entity status is Passive NFFE, please specify% holding of US shareholders

.....

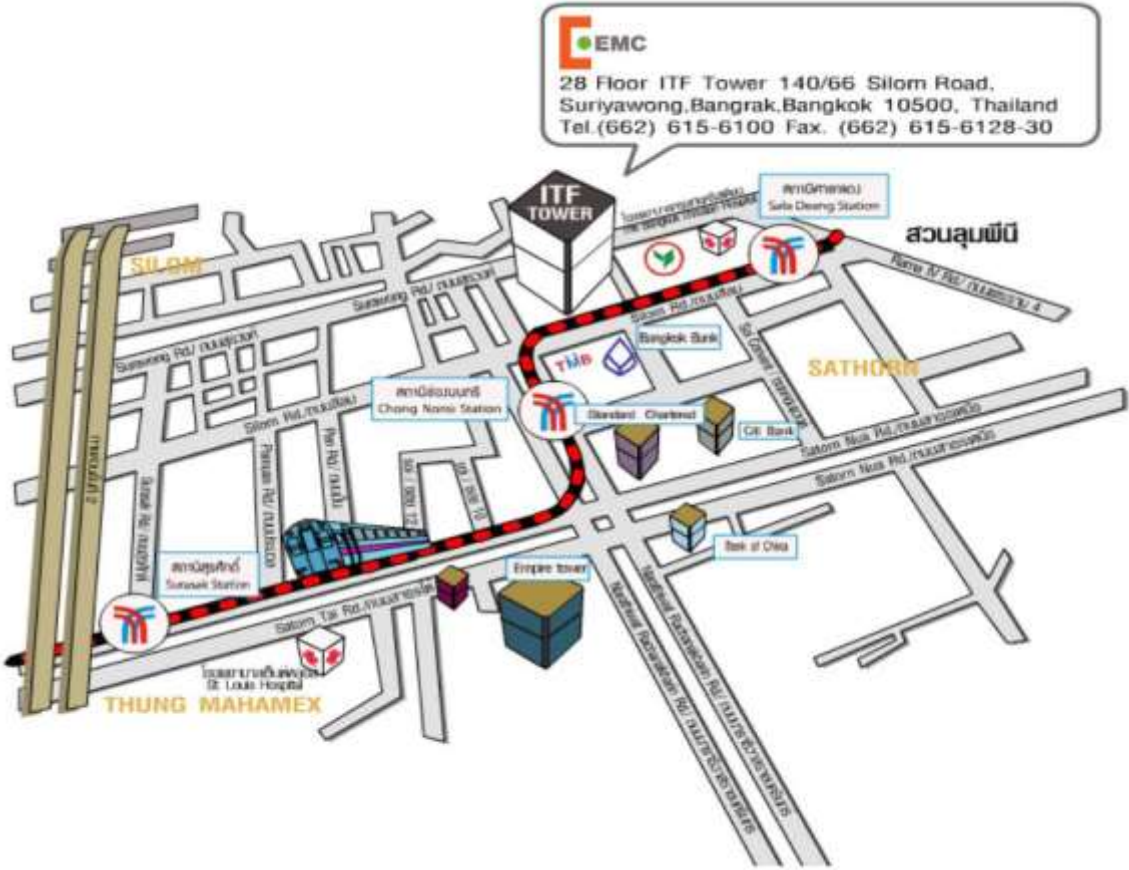
- In case the status of a juristic person under FATCA is PFFI or RDCFFI, please specify the number GIIN.....

I wish to deposit securities into the issuer account and I hereby certify that the information stated above is true. If the deposit of securities into the Issuer's account causes any damage to the Depository Company in any way I acknowledge and fully indemnify the Depository Company. In addition, I acknowledge if the Depository Company may disclose the information contained in this document to the Revenue Department or other agencies which may be legally power. Including agencies that have an agreement with the depository company to request to retrieve such information.

Signed.....Securities holder

(.....) Contact no. ....





EMC Public Company Limited  
140/66 ITF Tower Building, 28th Floor, Silom Road, Suriyawong Subdistrict, Bang Rak District, Bangkok 10500  
Tel : 0-2615-6100 Fax : 0-2615-6128-30

**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**

	<b>Certification of the Claimed FATCA Status</b>	<b>FATCA Status for Non-U.S. Entities</b>
<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**

	<b>Certification of the Claimed FATCA Status</b>	<b>FATCA Status for Non-U.S. Entities</b>
<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

Group 2: Rental and Royalties

Group 3: Income from certain transactions

- Sales of any asset generating income in Group 1 and Group 2
- Income from commodity derivative contracts
- Foreign exchange income
- Income from SWAP contract (Notional Principal Contract)

Group 4: Income from insurance and annuity contracts

- Income from reserving activities (insurance company only)
- Income from annuity contracts
- Income from insurance contracts

2.8 I am a non-financial institution whose main income **is from investing**. I certify that I am not incorporated in the U.S. and not a financial institution and **exceeding half of my income** as stated in my latest financial statement are derived from the abovementioned four groups of income or **exceeding half of my assets** 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 **do not** have any owner/shareholder who is a U.S. person or

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;

Name	Address	TIN

Passive NFFE

2.9 I am not eligible for any status provided above  
I have herewith attached W-8BEN-E with the status of \_\_\_\_\_

Others

**Power of Attorney Form  
For Subscription for Newly Issued Ordinary Shares together with Warrant for  
EMC Public Company Limited**

Made at \_\_\_\_\_

Date \_\_\_\_\_

I Mr./Mrs./Ms./Company) \_\_\_\_\_ ("the Grantor")

Shareholder register No. \_\_\_\_\_

ID Cards No. / Passport No. \_\_\_\_\_

Juristic Person Registration No. \_\_\_\_\_

Residing at. \_\_\_\_\_ Soi \_\_\_\_\_ Road \_\_\_\_\_

Subdistrict \_\_\_\_\_ District \_\_\_\_\_

Province \_\_\_\_\_ Country \_\_\_\_\_ Postal Code \_\_\_\_\_

Being holder of the ordinary shares of EMC Public Company Limited (the Company) at shareholder register book on as of Record Date at May 9, 2024 at total amount of

\_\_\_\_\_ shares and being entitled to subscribe for newly issued ordinary shares of the Company in an amount of \_\_\_\_\_ shares, as details appear in the Certificate of Rights to Subscribe for Newly Issued Ordinary Shares, issued by the Thailand Securities Depository Company Limited. (TSD)

Hereby appoint (Mr./Mrs./Ms.) \_\_\_\_\_

ID Cards No. / Passport No. \_\_\_\_\_

Residing No. \_\_\_\_\_ Soi \_\_\_\_\_ Road \_\_\_\_\_

Subdistrict \_\_\_\_\_ District \_\_\_\_\_

Province \_\_\_\_\_ Country \_\_\_\_\_ Postal code \_\_\_\_\_

as Attorney by law ("the Attorney) on behalf of myself in subscription for the newly issued ordinary shares of the company at amount \_\_\_\_\_ shares and have the power to execute and amend the contents in the Subscription Form for Newly Issued Ordinary Shares together with warrant, to submit the documentation for subscription for newly issued ordinary shares of the Company, and undertake any acts relating to the subscription for the newly issued ordinary shares of the Company on my behalf until the affairs are finished . For any act undertaken by the Attorney under the appointment pursuant to this Power of Attorney Form, it shall be deemed as if such acts had been undertaken by me in all respects.

Signed \_\_\_\_\_ Grantor  
( \_\_\_\_\_ )

Signed \_\_\_\_\_ Grantee  
( \_\_\_\_\_ )