

Capital Increase Report Form

Dimet (Siam) Public Company Limited

March 16, 2023

We, Dimet (Siam) Public Company Limited hereby report of the resolution of the Board of Directors No.3/2023, held on March 16, 2023, from 10.30 a.m. to 12.00 p.m., relating to a capital increase and share allotment as follows:

1. Capital Increase

The meeting of the Board of Directors passed a resolution approving the increase of the Company's registered capital from 1,649,640,413 Baht to 2,137,265,063 Baht by issuing 975,249,300 shares at par value of 0.50 Baht per share as 487,624,650 Baht in total. The detail of each type of capital increase as follows.

Type of capital increase	Type of share	Number of shares (shares)	Par value (THB/share)	Total (THB)
<input type="checkbox"/> Specifying the purpose of utilizing proceeds	Ordinary Preferred	-	-	-
<input checked="" type="checkbox"/> General Mandate	Ordinary Preferred	975,249,300 -	0.50 -	487,624,650

2. Allotment of new shares

2.1 Specific Purpose of Use of Proceeds

Allotted to	Number of shares (shares)	Ratio (Old : New)	Sale price (THB/share)	Subscription and payment period	Note
-	-	-	-	-	-

2.2 The details of allotment under the General Mandate

Allotted to	Type of shares	Number of shares (shares)	Percentage of paid-up capital*	Note
Existing Shareholders	Ordinary	731,437,000	30	-
	Preferred	-	-	-
General public	Ordinary	-	-	-
	Preferred	-	-	-
Specific persons	Ordinary	243,812,300	10	-
	Preferred	-	-	-

*Percentage of paid-up capital on the date that The Board of Directors resolves to increase capital under General Mandate

Remarks :

1. The Company may either entirely or partially allocate the newly issued ordinary shares, whether in single or sequential allocation. In any case, the aggregate number of newly issued ordinary shares to be allocated to the existing shareholders (Rights Offering) and to specific persons (Private Placement) under the General Mandate basis shall not exceed 731,437,000 shares or not exceed 30 percent of the paid up registered capital of the Company as at the date the board of directors approving the increase of the registered capital
2. The specific persons under the Private Placement basis, who shall receive the allocation of the newly issued ordinary shares under the General Mandate basis, must at least have one of the following qualifications and shall not be the related persons of the Company as specified in the Notification of the Capital Market Supervisory Board No.TorChor. 21/2551 Re : Rules on Connected Transaction and the Notification of the Stock Exchange of Thailand Re : Disclosure of Information and Practices of Listed Company in Respect of Connected Transaction B.E. 2546:
 - 1) being institutional investors in accordance with the Notification of the Securities and Exchange Commission No. KorChor. 17/2551 Re :Determination of Definitions in the Notification Relating to Issuance and Offer for Sale of Securities; or
 - 2) being individual investors or juristic persons that have a stable financial status and a potential to an actual investmentIn case of allocation newly issued ordinary shares to specific person under Private Placement basis, the Company will disclose the name of specific persons who shall receive the allocation of newly issued ordinary shares accordingly.
3. The offering price of the newly issued ordinary shares to the specific investors by means of the Private Placement under the General Mandate shall be “Market Price” which means the weighted average price of the Company’s shares trading on the stock exchange of not fewer seven consecutive business days but not more than fifteen consecutive business days prior to the date for determination of such subscription price. The weighted average price using in the calculation must be the daily average price for trading. In this regard, the date for determination of the subscription price shall not be earlier than three business days prior to the first subscription date where the shares shall be offered to the investors. In the case that the Board of Directors of the Company deems that there is an appropriate cause by taking into account of the best interests of the Company, the Board of Directors may determine the offering price with a discount of not more than 10 percent of the market price, provided that the Board of Directors has taken into consideration of the market status at that time in determining such discount, pursuant to the Notification of the Capital Market Supervisory Board No. TorChor.

72/2558, Re: Approval of Offering for Sale of Newly--Issued Shares by Listed Companies to Specific Persons.

4. The Board of Directors' Meeting has resolved to approve the authorization to the Board of Directors to take any action relating to the allocation of the newly issued ordinary shares as follows:

- 1) to consider and determine details of the allocation of newly issued ordinary shares, such as, the subscription price of newly issued ordinary shares, number of allocations of the newly issued ordinary shares, whether single or sequential allocation, period of the offering, payment of share subscription price, name of specific persons under private placement basis, other conditions, and details in connection with the allocation of such newly issued ordinary shares.
- 2) to enter into negotiation, agreement and execution of relevant documents and agreements, as well as taking any actions in connection with the allocation of such newly issued ordinary shares; and
- 3) to execute applications for permission and waiver, and necessary evidence in connection with the allocation of such newly issued ordinary shares, including the arrangement and submission of applications for such permission or waiver documents and evidence to the relevant authorities or agencies, listing of such newly issued ordinary shares on the Stock Exchange of Thailand "(SET)" and being empowered to take any other action which is required and appropriate for the allocation of such newly issued ordinary shares.

3. Schedule for a shareholders' meeting to approve the capital increase/allotment.

The Annual General Meeting of 2023 held on April 28, 2023 at 9.00 a.m. at Ballroom Meeting Room, Bangpoo Golf & Sport Club, No.191, Moo 3, Sukhumvit Road, Phraeksa Mai Sub-District, Mueang Samut Prakan District, Samut Prakan Province 10280.

The record date for determining the right of shareholders to attend the 2023 Annual General Meeting of shareholders will be on April 3, 2023 (Record Date).

4. Approval of the capital increase/share allotment by relevant governmental agency and conditions thereto (if any)

- 4.1 The Company will apply for the registration of the capital increase, the change of paid-up capital and amendment of the Memorandum of Association with with the Department of Business Development, Ministry of commerce.
- 4.2 The Company shall apply for approval from the SET for listing of the newly issued ordinary shares as listed securities on the SET.

5. Objectives of the capital increase and the use of proceeds received from the capital increase.

5.1 To use as working capital for the Company's operation.

5.2 To reserve for the Company's future business expansion and to broaden the Company's capital base for investment in manufacturing and/or distributing of consumer goods businesses and/or related business and/or related to the current business and/or potential business that have a good return on investment.

6. Benefits to the Company related to the capital increase/share allotment.

An increase in capital will improve the Company's source of funds. This is to strengthen the Company's capital structure and financial position, as well as to increase operational efficiency in the Company's existing business and to invest in new businesses that can be extended from the Company's existing business flexibly, which will affect the Company's performance to be a better development.

7. Benefits which the shareholders will receive from the capital increase/share allotment.

7.1 The Company has a policy to pay dividends to the shareholders at the rate of 40 percent of net profit after deducting all kinds of reserves as prescribed in the Articles of Association and by law if there is no other necessity and the dividend payment shall in no way affect the Company's operations in material aspects. The Board of Directors' meeting shall propose the dividend payment to the Shareholders' Meeting for approval, except interim dividend, which the Board of Directors is empowered to approve such interim dividend payment, and then report the same to the next Shareholders' Meeting.

7.2 After the private placement investors have been allocated the newly issued ordinary shares and have been registered as shareholders of the Company, they will be entitled to receive the dividends when the Company declares dividends in the same manner as the Company's existing shareholders.

8. Other Details Necessity for the Shareholders' Decision on Approval of the Capital Increase/New Share Allocation

- none -

9. Schedule of action where the Board of Directors of the Company passes a resolution approving the capital increase or allotment of new shares.

No.	Procedures	Date/Month/Year
1	The Board of Directors' Meeting No. 3/2023	March 16, 2023
2	Record Date to determine the list of shareholders entitled to attend the Annual General Meeting of Shareholders No.1/2023	April 3, 2023
3	Date of the Annual General Meeting of Shareholders No.1/2023	April 28, 2023
4	Registration of the change of the paid-up capital with the Ministry of Commerce	Within 14 days from the date the Company received payment for newly issued ordinary shares



บริษัท ไดเมท (สยาม) จำกัด (มหาชน)
Dimet (Siam) Public Company Limited.
602 Bangpoo Industrial Estate, Muang, Samutprakorn 10280 Thailand
Tel: + 66 2323 2800-6 Fax: + 66 2323 2807
www.dimetsiam.com e-mail : contact@dimetsiam.com

The Company hereby certifies that the information contained in this report form is true and complete in all respects.

-Voradit Thanapatra-
Signature.....
(Mr.Voradit Thanapatra)
Director

-Anyaa Thaworanun -
Signature.....
(Mrs.Anyaa Thaworanun)
Director