

- Translation -

(F53-4)

**Capital Increase Report Form**  
**UAC Global Public Company Limited**  
**February 27, 2016**

We, UAC Global Public Company Limited (the Company), hereby report the resolution of the Board of Directors Meeting No. 2/2017, held on February 24, 2017 from 17.00 – 18.30 hrs., in respect of capital decrease/increase and share allotment as follows:

**1) Capital Decrease/Increase**

- The Board of Directors' Meeting passed a resolution approving the reduction of the registered capital of the Company from Baht 433,942,650.50 to Baht 333,802,650.50 by cancelling 200,280,000 authorized but unissued ordinary shares, at a par value of Baht 0.50, which have been reserved for capital increase under General Mandate
- The Board of Directors' Meeting passed a resolution approving the increase of the registered capital of the Company from Baht 333,802,650.50 to Baht 433,942,650.50 by issuing 200,280,000 new ordinary shares, at a par value of Baht 0.50, totaling Baht 100,140,000, for General Mandate.

**2) Allotment of New Shares****General Mandate**

Allotted to	Type of share	Number of share	Percentage of Paid-up Capital	Remark
1) Right Offering	Ordinary	133,520,000	20	The newly issued shares will not exceed 30% of total paid-up capital as the date of the Company's BOD resolve to approve capital increase which equal to 200.28 million shares. If newly issued shared will be allotted to private placement, the total of this allotment will not exceed 10% of total paid-up capital as the date of the Company's BOD resolve to approve capital increase which equal to 66.76 million shares
2) Private Placement	Ordinary	66,760,000	10	

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

The Board of Directors' Meeting approved the Record Date on March 16, 2017 on which the shareholders have the right to attend and vote in the Annual General Meeting of Shareholders of 2017 and the shareholder registration book closing date for gathering shareholders' name under the Section 225 of the SEC Act B.E.2535 (as amended) on March 17, 2017. The Annual General Meeting of Shareholders of 2016 will be held on April 20,

2017 at Meeting Room, Floor 25<sup>th</sup>, TP&T Tower, No. 1 Soi Vibhavadirangsit Road, Chatuchak Sub-district, Chatuchak District, Bangkok.

#### 4. Approval of the Capital Decrease/Increase and Share Allotment

4.1 The Ministry of Commerce: The registration of registered capital

4.2 The Stock Exchange of Thailand: The approval for listing the newly issued ordinary shares on the Stock Exchange of Thailand

#### 5. Objectives of the Capital Increase

To be used as working capital and for business expansion in the future

#### 6. Benefits the Company Will Receive from the Capital Increase/Share Allotment

6.1 To enhance the Company's financial flexibility as it will obtain additional source of fund to expand its business

6.2 To enhance share trading liquidity

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

- The Company has a policy to pay dividends of not less than 40% of net profit after taxes and all reserve as required by law from the non-consolidated financial statements of the Company. To pay dividends, the Company considers various factors such as cash flow, business plan, terms and conditions under all agreements which the Company is the party, including legal restrictions and all other factors in the future. The dividend payment aforementioned shall be approved by the Board of Directors' Meeting and/or the Shareholders' Meeting as the case may be.
- Shareholders who obtain share dividend and those from exercise of UAC-W1 shall be legally entitled to receive dividend payments (if any), upon registration of the additional paid-up capital that arises from the subscription of Rights Shares with the Ministry of Commerce, provided that they are shareholders of the Company on the entitlement date for future dividend payments

#### 8. Other details necessary for shareholders to approve the capital increase/share allotment

-None-

#### 9. Schedule of Actions if the Board of Directors passes the resolution approving the capital increase and allotment of new shares

Relevant Procedures	Date
The date the Board of Directors approved the capital increase and share allotment	February 24, 2017
The date of notifying the resolution of the Board of Directors' Meeting	February 27, 2017

to the SET	
The date to determine shareholders who have the rights to attend the shareholders' meeting	March 16, 2017
The date of closing shareholder register book to collect the name of shareholders who have the rights to attend the shareholders' meeting	March 17, 2017
The date of shareholders' meeting	April 20, 2017
Registration of the resolution of the shareholders' meeting with the MOC	Within 14 days after the date of shareholders' meeting

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

Signed \_\_\_\_\_ -Singanture - \_\_\_\_\_ Authorized Director  
(Mr. Chatchaphol Prasopchoke)  
President

Signed \_\_\_\_\_ -Singanture - \_\_\_\_\_ Authorized Director  
(Ms.Nilrat Jarumanopas)  
Chief Financial Officer