

**Capital Increase Report Form**  
**RICHY PLACE 2002 PUBLIC COMPANY LIMITED**

**February 26, 2019**

Richy Place 2002 Public Company Limited, hereby report the resolution of the Board of Directors meeting No. 1/2562, held on February 26, 2019 At Head Office 667/15 Attaboon Building, 7th Floor, Charansanitwong Rd. Arun Amarin District Bangkok Noi District Bangkok between 10.30 and 12.00 hrs. Resolution of the meeting. Capital and share allotment as follows:

**1. Capital increase**

The Board of Directors' Meeting passed a resolution to increase the Company's registered capital from 1,381,459,430.00 Baht to 1,578,815,237 Baht. The Company issued 197,355,807 ordinary shares with a par value of Baht 1 each, totaling 197,355,807 Baht. The capital increase was as follows:

Capital increase	Stock type	Number of shares	Par value (Baht per share)	Total (Baht)
<input checked="" type="checkbox"/> Specifying the purpose of utilizing proceeds	Ordinary	197,355,807	1.00	197,355,807
	Preferred	.....	.....	.....
<input type="checkbox"/> General mandate	Ordinary	.....	.....	.....
	Preferred	.....	.....	.....

Capital increase for the purpose of using capital Fill in the next order, except for Clause 2.2.

In the case of a capital increase, the General Mandate shall be completed in the following order. Clause 2.2, Clause 3 and Clause 4

**2. Allotment of new shares:**

**2.1. If specifying the purpose of utilizing proceeds**

Allotted to	Number of shares (shares)	Ratio (old : new)	Sale price (THB/share)	Subscription and payment period	Note
(1) To support the dividend shares	149,268,619	7 existing shares : 1 dividend share	-	-	-
(2) To accommodate the adjustment of the warrants RICHY-W1	24,043,594	-	-	-	-
(2) To accommodate the adjustment of the warrants RICHY-W2	24,043,594	-	-	-	-

2.1.1 Company Operations In case of fraction of shares Dividend payment at the rate of 7 existing shares to 1 new stock dividend. In case of fraction of shares, the payment shall be made in cash at the rate of Baht 0.14286 per share.

## 2.2 General Mandate

Allocated to	Type of Securities	Number of shares	(%) Paid-up capital 1/	Note
Existing shareholders  To support the conversion / Take the rights of the depository receipts.  Purchase of transferable shares	Ordinary	.....	.....	.....
	Preferred	.....	.....	.....
		.....	.....	.....
General people	Ordinary	.....	.....	.....
	Preferred	.....	.....	.....
Private Limited	Ordinary	.....	.....	.....
	Preferred	.....	.....	.....

Percentage of paid-up capital as at the date that the Board of Directors of the listed company resolved to increase the share capital of General Mandate

### 3. Schedule for the Annual General Meeting of Shareholders / Extraordinary Shareholders Meeting to approve the capital increase and allotment of new shares

The Annual General Meeting of Shareholders No. 1/2562 will be held on April 25, 2019 at 14.00 pm at the SD Avenue Hotel, 3rd Floor, 94 Boromarajonani Road, Bangbamru, Bang Phlat, Bangkok 10700. List of shareholders the record date on March 13, 2019.

### 4. Application for capital increase / share allotment relevant government agencies and conditions (if any).

4.1 The Company will apply for the registration of the increase of the Company's registered and paid-up capital. The amendment of the Memorandum of Association relating to the increase of registered capital to the Department of Business Development Ministry of Commerce

4.2 The Company will apply for permission from the Stock Exchange of Thailand to list its securities on the Stock Exchange of Thailand.

### 5. Purpose of capital increase and the use of additional capital.

- To pay dividends.
- To accommodate the adjustment of warrant RICHY-W1
- To accommodate the adjustment of warrant RICHY-W2

### 6. Benefits that the Company will receive from the capital increase / share allotment

- 6.1 Increase liquidity in trading of the Company's shares
- 6.2 To maintain liquidity of working capital

**7. Benefits that shareholders will receive from the capital increase / share allotment:**

7.1 Dividend Policy The Company has a dividend policy of not less than 40% of net profit after corporate income tax. The separate financial statements and after deducting all reserves as required by law and the Company, and the dividends are not. This has a significant impact on the Company's operations, the dividend payment may be subject to change depending on the Company's performance and financial status. Liquidity of the company Business expansion plan Necessity and appropriateness in Future and other factors. The Board of Directors is responsible for the management of the Company and / or the shareholders of the Company deem it appropriate and shall have the utmost benefit to the shareholders.

7.2 The shareholders who receive the stock dividend will have the same rights as the existing shareholders of the Company and have the right to receive dividends. The result of the operation is equal to the existing shareholders of the Company.

7.3 Others ..... - None - .....

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

- none -

**Schedule of action where the board of directors of the Company passes a resolution approving the capital increase or allotment of new shares:**

No.	process	Date
1	Board of Directors approved the capital increase and allotment of new shares	February 26, 2019
2	List of shareholders who are entitled to attend the Annual General Meeting of Shareholders Year 2019 (Record Date)	March 13, 2019
3	Board of Directors Approved the capital increase and allotment of new shares	February 26, 2019
4	Annual General Meeting of Shareholders for the year 2019	April 25, 2019
5	Record date for the right to receive the stock dividend	May 3, 2019
6	Registering capital increase with the Ministry of Commerce	Within 14 days from the end of the subscription period.

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

signature..... Authorized Signatories of the Company

(Miss Apa Ataboonwongse )

Chairman of Executive

signature..... Authorized Signatories of the Company

(Mr.Somsak Ataboonwongse )

Executive Director