



Ref. VGI.CSC.SET.25.07

29 July 2025

**Subject :** Notification on the Schedule and Procedures for the Exercise of the Warrants to Purchase the Newly Issued Ordinary Shares of VGI Public Company Limited No.4 (VGI-W4) (One-time and Last Exercise)

**To :** The President  
The Stock Exchange of Thailand

VGI Public Company Limited (the "**Company**") issued and allocated the Warrants to Purchase the Newly Issued Ordinary Shares of the Company No. 4 (VGI-W4) (the "**Warrants**") in the total number of 1,119,383,225 units to its existing shareholders in a rights offering on 4 December 2024. The warrant holders can exercise the Warrants only 1 time on the expiration date of the Warrants (the "**Exercise Date**") which is on 3 September 2025.

The Company then would like to inform the details regarding the schedule and procedures for the exercise of the Warrants (One-time and Last Exercise) as follows :

**1. Period for notification of intention to exercise the Warrants**

During 19 - 22 and 25 - 29 August and 1 - 2 September 2025, between 8:30 a.m. and 3:30 p.m.

**2. Exercise date**

3 September 2025

**3. Book closing date of warrant registration**

13 August 2025 to 3 September 2025

**4. Date of request to post "SP" sign**

7 August 2025 to 3 September 2025

**5. Delisting Date**

4 September 2025

**6. Exercise ratio and exercise price**

Every 1 unit of the Warrants shall be entitled to purchase 1.0045 newly issued ordinary share at the price of 1.4932 Baht per share

(If the exercised warrants result in a share fraction, such fraction shall be disregarded and if there is a remainder less than 1 Baht from the calculation of total payment, it shall be rounded to two decimal places, in case that the number in the third decimal place equals to five or larger, such number in the second decimal place shall be rounded up and the number in the third decimal place lower than five shall be disregarded)

**VGI PUBLIC COMPANY LIMITED**

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www.vgi.co.th

Registration Number 0107555000066

7. **Agent Receiving Exercise Intention**

AIRA Securities Public Company Limited

8. **Place to exercise the Warrants**

Operation Department,

17th Floor, Chamchuri Square Building 319 Phayathai Road, Pathumwan, Bangkok 10330

Contact Person: Khun Yadabha Sookkaraziri Tel: 0-2080-2928

9. **Documents for notification to exercise the Warrants**

9.1 Form for the Notification of Intention to Exercise the Right under the Warrants to Purchase the Newly Issued Ordinary Shares of VGI Public Company Limited No.4 ("**Form for the Notification of Intention**") that is correct and complete and duly signed by the warrant holders. The warrant holders may obtain such form at AIRA Securities Public Company Limited or their respective securities brokers or download it from the Company's website at <https://investor.vgi.co.th/en/share/vgi-w4>

9.2 The warrant certificate or the warrant certificate substitute in the number specified in the Form for the Notification of Intention.

Exercise with Warrant Certificate: Deliver the warrant certificate in the amount specified in the Form for the Notification of Intention

Exercise in Scripless System: Deliver the warrant certificate substitute in the amount specified in the Form for the Notification of Intention

(a) In the case that the warrant holders have their own securities trading accounts and the Warrants are deposited under the account named "Thailand Securities Depository Company Limited for Depositors", the warrant holders who wish to exercise the Warrants shall notify their intention to exercise the Warrants by completing in the form to withdraw the warrant certificate or to request for the issuance of the warrant certificate substitute as prescribed by the Stock Exchange of Thailand, and submitting the same to their respective securities brokers. The securities brokers will proceed to notify the Thailand Securities Depository Company Limited ("TSD") to withdraw the Warrants from the account named "Thailand Securities Depository Company Limited for Depositors". TSD will then issue the warrant certificate substitute to be used as a supporting document in exercising the rights to purchase the Company's newly issued ordinary shares.

(b) In the case that the warrant holders do not have a securities trading account and the Warrants are deposited with TSD under the account named "Issuer Account", the warrant holders who wish to exercise the Warrants shall notify their intention to exercise the Warrants by completing in the form to withdraw the warrant certificate or to request for the issuance of the warrant certificate substitute as prescribed by the Stock Exchange of Thailand, and submitting the same to TSD to request for the withdrawal of the Warrants from the "Issuer Account". TSD will then issue the warrant certificate substitute to be used as a supporting document in exercising the rights to purchase the Company's newly issued ordinary shares.

The warrant holders are recommended to contact their respective securities brokers or TSD for clarification on the process and timeline of the procedure.

### 9.3 Supporting documents required for the exercise of the Warrants;

- 1) Thai individuals : A certified true copy of a valid identification card or governmental officer identification card/state enterprise officer identification card (in case of any name/surname change which causes the name/surname to be different from the name/surname appearing on the Warrants, a certified true copy of any document issued by the governmental authority, e.g. marriage certificate, divorce certificate, certificate of name/surname change, etc. must be attached.)
- 2) Non-Thai individual :
  - 2.1) A certified true copy of a valid foreigner certificate or passport
  - 2.2) A copy of the first page of the passbook to refund the money in the event of not earning the right to receive ordinary shares because receiving ordinary shares will cause the proportion of foreign shareholding to total more than 49 percent of total shares of the Company. A copy of the first page of the passbook of saving or current account of Bangkok Bank Public Company Limited, Kasikorn Bank Public Company Limited, Krung Thai Bank Public Company Limited, Bank of Ayudhya Public Company Limited, Siam Commercial Bank Public Company Limited, United Overseas Bank (Thai) Public Company Limited, CIMB Thai Bank Public Company Limited or TMB Thanachart Bank Public Company Limited only, provided that the name of the bank account must be as the same as the name of the warrant holders, together with signing certified true copy.
- 3) Thai juristic person :
  - 3.1) A certified true copy of the affidavit issued by the Ministry of Commerce within a period of no longer than 6 months prior to the Exercise Date, duly signed by authorized signatory(ies) and affixed with the seal of such juristic person (if any); and
  - 3.2) A certified true copy of the documents as specified in paragraph 1) or 2) (as the case may be) of the authorized signatory(ies) who certifies the documents under sub-paragraph 3.1)
- 4) Non-Thai juristic person :
  - 4.1) A certified true copy of the certificate of incorporation and/or affidavit of the juristic person, duly signed by the authorized

signatory(ies) and affixed with the seal of such juristic person (if any); and

- 4.2) A certified true copy of a valid passport of the authorized signatory(ies) who certifies the documents under-paragraph 4.1)

Documents under sub-paragraphs 4.1) and 4.2), which are certified as true copies by the authorized signatory(ies), shall be notarized by the Notary Public within a period of no longer than 1 year prior to the Exercise Date.

In addition, in case the exercise of the Warrants is submitted through a custodian, a certified true copy of the custodian appointment letter and the documents specified in paragraph 1) or 2) (as the case may be) of the authorized signatory(ies) of the custodian must be enclosed.

- 4.3) A copy of the first page of the passbook to refund the money in the event of not earning the right to receive ordinary shares because receiving ordinary shares will cause the proportion of foreign shareholding to total more than 49 percent of total shares of the Company. A copy of the first page of the passbook of saving or current account of Bangkok Bank Public Company Limited, Kasikorn Bank Public Company Limited, Krung Thai Bank Public Company Limited, Bank of Ayudhya Public Company Limited, Siam Commercial Bank Public Company Limited, United Overseas Bank (Thai) Public Company Limited, CIMB Thai Bank Public Company Limited or TMB Thanachart Bank Public Company Limited only, provided that the name of the bank account must be as the same as the name of the warrant holders, together with signing certified true copy.

If a Warrant Holder fails to submit the aforementioned supplemental documents when exercising the Warrants, the Company and/or the Agent Receiving Exercise Intention (if any) reserve the rights to deem that such Warrant Holder does not intend to exercise the rights under the Warrants at the Exercise Date. Nevertheless, the Company and/or the Agent Receiving Exercise Intention (if any) may use its discretion to allow such Warrant Holder to exercise the Warrants as deemed appropriate.

- 9.4 Evidence of payment that corresponds to the amount specified in the Form for the Notification of Intention. Please refer the payment method in Clause 10.

## **10. Payment Methods and Document Submission Period**

The warrant holders may choose to make the payment via 2 payment methods as set out in paragraph 1) or paragraph 2) (as the case may be). The payment must be made via the Bill

Payment Form at the branch of The Siam Commercial Bank Public Company Limited only.  
The bank account details are as follows.

Bank Name	The Siam Commercial Bank Public Company Limited
Account Name	"AIRA Securities Public Company Limited for Securities Subscriptions"
Type of Account	Current Account
Account Number	049-3-14530-4

Payment at any branch of The Siam Commercial Bank Public Company Limited

- 1) Make the payment by money transfer to the bank account as detailed above via the Bill Payment Form at any branch of The Siam Commercial Bank Public Company Limited during 8.30 a.m. of 19 August to 3.30 p.m. of 2 September 2025; or
- 2) Make the payment by cheque, cashier's cheque or draft to the bank account as detailed above via the Bill Payment Form at any branch of The Siam Commercial Bank Public Company Limited during 8.30 a.m. of 19 August 2025 to 11.00 a.m. of 29 August 2025. The cheque, cashier's cheque or draft must be made payable to "AIRA Securities Public Company Limited for Securities Subscriptions" with the date specified thereon during 19 – 29 August 2025 only. Such payment must be available to call for collection in Bangkok area within 2 business days prior to the Exercise Date.

The warrant holders must submit evidence of payment, indicating name-surname and telephone number of warrant holders, together with the documents under paragraphs 9.1 – 9.4 to the Agent Receiving Exercise Intention within 8:30 a.m. – 3:30 p.m. of 19 August to 2 September 2025. The exercise of rights will be based on the information provided in the payment details only.

**11. Remarks:**

- (1) The number of Warrants to be exercised shall be in non-fractional number only
- (2) The number of the ordinary shares issued upon the exercise shall be calculated by dividing the amount of money for exercising the Warrants paid by the Warrant Holder by the exercise price. The Company shall issue the ordinary shares in whole numbers not exceeding the number of units of the Warrants multiplies by the exercise ratio. Fractions after the calculation shall be disregarded and the Company/or the Agent Receiving Exercise Intention (if any) shall refund the money remaining from such exercise without any interest to the respective Warrant Holder within 14 days after the Exercise Date.
- (3) Transaction fee of payment via Bill Payment system of Siam Commercial Bank Public Company Limited will be waived.
- (4) The warrant holder must not make the payment via Bill Payment system or issue cheque before the period for the notification of intention to exercise the Warrants mentioned above.
- (5) The warrant holder who makes the payment via Bill Payment system of Siam Commercial Bank Public Company Limited must submit a copy of Bill Payment and documents for notification to exercise the Warrants to Agent Receiving Exercise Intention at Aira Securities Public Company Limited within 3:30 p.m. of 2 September 2025 only.

- (6) The Agent Receiving Exercise Intension reserves the right not to accept any payment in cash.
- (7) The Agent Receiving Exercise Intension reserves the right not to accept any documents for notification to exercise the Warrants by post mail.
- (8) The Company shall not issue newly issued ordinary shares to **foreign Warrant Holders**, if such exercise will cause the shareholding ratio of **non-Thai individuals or non-Thai legal entities** in aggregate to exceed 49 percent of the total paid-up shares of the Company in accordance with the Terms and Conditions Governing the Rights and Obligations of the Issuer and Holders of the Warrants to Purchase Newly Issued Ordinary Shares of VGI Public Company Limited No. 4 (VGI-W4). The Company and/or the Agent Receiving Exercise Intension reserves the right to refund the money for the unexercised amount to **foreign Warrant Holders** within 14 days after the Exercise date. The Company and/or the Agent Receiving Exercise Intension may use its discretion to allow such Warrant Holder to exercise the Warrants as deemed appropriate.

The exercise of rights to purchase the newly issued ordinary shares shall be considered completed only when the Agent Receiving Exercise Intension has received the evidence for the exercise of the Warrants as stated above and has successfully collected the payment of such exercise. If the Agent Receiving Exercise Intension could not collect such payment in whatsoever case that is not due to the fault of the Company and/or the Agent Receiving Exercise Intension, it will consider that such warrant holder intends to cancel his/her intention to exercise the rights to purchase the Company's newly issued ordinary shares.

For more details, please refer to the Terms and Conditions Governing the Rights and Obligations of the Issuer and Holders of the Warrants to Purchase Newly Issued Ordinary Shares of VGI Public Company Limited No. 4 (VGI-W4) which can be downloaded from the Company's website at <https://investor.vgi.co.th/en/share/vgi-w4>

Please be informed accordingly

Sincerely yours,

VGI Public Company Limited

(Mr. Marut Arthakaivalvatee) (Mr. Chan Kin Tak)  
Authorised Directors