

B-HO. No. 021-2023

May 19, 2022

Subject: Notification of Rights to Subscribe for Newly Issued Ordinary Shares of Begistics Public Company Limited.

To: Shareholders of Begistics Public Company Limited.

Enclosures:

1. Notification of Rights to Subscribe for Newly Issued Ordinary Shares of Begistics Public Company Limited.
2. Subscription Form for Newly Issued Ordinary Shares of Begistics Public Company Limited.
3. Bill Payment
4. Certificate of the Subscription Entitlement issued by Thailand Securities Depository Co., Ltd. (Provided in a separate document)
5. Additional Subscription Documents Only for the Subscriber Wishing to Deposit the Securities into the Issuer Account.
6. Map to the venue for subscription.

Regards to the resolution of the Annual General Meeting of Shareholders 2023 of Begistics Public Company Limited (the "Company"), held on May 12, 2023 that approved the allocation of 23,343,143,156 new ordinary shares by dividing the allocation of the Company's newly-issued ordinary shares not more than 20,761,555,194 shares with a par value of 0.68 baht per share for offering to the existing shareholders of the Company in proportion to the shareholding of each shareholder in the ratio of 1 existing ordinary shares per 6 newly issued ordinary shares at the offering price of 0.06 baht (six satang) per share, total value not exceeding 1,245,693,311.64 baht (one thousand two hundred forty-five million six hundred ninety-three thousand three hundred and eleven baht and sixty-four satang), in the event that there is a fraction of the shares resulting from the calculation, the fraction of that share shall be discarded.

In this regard, shareholders may subscribe for newly issued ordinary shares in excess of their rights (Oversubscription). Existing shareholders who oversubscribe will be allocated shares oversubscribed only when there are shares remaining from the allotment to the existing shareholders of the Company who have subscribed according to all rights only and not more than 905,898,070 shares to accommodate the 6th adjustment of the warrants to purchase ordinary shares ("B-W6") and the allocation of ordinary shares to support the 7th adjustment of the warrants to purchase ordinary shares (" B-W7") not exceeding 1,675,689,892 shares.

The company will allocate and offer newly issued ordinary shares to the existing shareholders in proportion to their shareholding (Right Offering) in the amount not more than 20,761,555,194 shares to the shareholders whose names appear on the record date (Record Date) as of May 19, 2023 and the subscription and payment date for the newly issued ordinary shares between 12, 13, 14,15 and 16 June 2023 (5 business days) from 9.00 am. – 3.30 pm.

In addition, the Company has appointed Beyond Securities Public Company Limited as a subscription agent for the newly issued ordinary shares of the Company. ("**Share Subscription Agent**") offered for sale to existing shareholders in proportion to their shareholding whose names appear in the Company's shareholder register book as of May 19, 2023 .

The Company would like to inform the conditions for the subscription and payment of shares capital increase as follows:

1. Subscription Period, Location and Payment Details

1.1 Subscription period and location

- (1) Subscription of newly issued ordinary shares through the SMART RO system on the website ro.beyondsecurities.co.th (For Individual Only) from 9:00 a.m. on June 12, 2023 to 3:30 p.m. on June 16, 2023 (a total of 5 business days)
- (2) Subscription of newly issued ordinary shares through the Subscription Agent (Hard Copy) at the subscription location of Beyond Securities Public Company Limited between June 12, 2023 to June 16, 2023 from 9:00 a.m. - 3:30 p.m. (total of 5 business days) as follow:

**Beyond Securities Public Company Limited
Securities Operations Department**

**Subscription location No. 46/7 Rungrojthanakul Building, 12th Floor, Ratchadapisek Road
Huai Khwang Subdistrict, Huai Khwang District, Bangkok 10310
Tel. 02-820-0100**

(Not accepting subscription by telephone and fax in all cases **)**

For shareholders who hold shares in the scripless system. Please contact the securities company that the shareholder has a trading account with and the ordinary shares of company are deposited for that securities company will collect documents and submit the case to the Subscription Agent.

1.2 Method of Subscription and Payment of the Newly Issued Ordinary Shares

Subscribers can choose to subscribe for shares according to the following methods:

1.2.1. Subscription of newly issued ordinary shares through the SMART RO system (For Individual Only)

Subscribers can check their eligibility via SMART RO system on website ro.beyondsecurities.co.th and can choose one of the following payment methods:

- (1) Scanning the QR Code via the subscriber's Mobile Banking Application. Payment through QR Code will only be made up to 2 million baht and the name of the subscriber must be the same as the subscriber's name
- (2) Deposit money or deposit a personal check or a bank check (Cashier's Check) or a bill of exchange (Draft) via the Bill Payment system at the counter of Bangkok Bank Public Company Limited
- (3) Money transfer through the Automatic Transfer System (ATS) (For subscriber who has a securities trading account with Beyond Securities Public Company Limited only)
- (4) Withdrawal of collateral for payment of subscription (For subscriber who has a securities trading account with Beyond Securities Public Company Limited only)

The subscriber must specify important information such as number of shares to be subscribed, type of payment, method of Issue a share for the allotted shares, channel for refunding (In case of subscription in excess of the rights), contact phone numbers, etc., along with attaching a file proof of payment and a document file in front of the bank account book that has the same name as the subscriber's name to be used as a channel for refunding the subscription payment.

However, note that the SMART RO system will not be able to record any share subscription transactions until the subscriber presses the button to confirm the transaction for subscription.

In this regard, after the subscriber has confirmed the transaction for subscription, the subscriber can review the detail of subscription information and/or check the result in the through the SMART RO system.

1.2.2. Subscription of newly issued ordinary shares through the Subscription Agent (Hard Copy)

Have the subscriber deposit money or deposit a personal check or a bank check (Cashier's Check) or a bill of exchange (Draft) via the Bill Payment system (Enclosure No.3) at the counter of Bangkok Bank Public Company Limited only and subscribers must fill out all information completely along with specifying Ref.1: 10-digit shareholder registration number (as shown in the Certificate of Subscription Rights for Newly Issued Ordinary Shares) (Enclosure No.4)) and specify Ref.2: ID card number/passport/alien card number. The Subscriber bring the share subscription documents and proof of payment to contact at subscription location of the Subscription Agent between June 12, 2023 to June 16, 2023 from 9:00 a.m. - 3:30 p.m. (total of 5 business days).

In the case of depositing personal checks or bank checks (cashier cheque) or bill of exchange (draft), such checks must be crossed to a specific account (Account Payee Only) made payable to **"BEYOND SECURITIES PUBLIC COMPANY LIMITED FOR SUBSCRIPTION"** and **must dated the same date as the subscription date for newly issued ordinary shares and dated no later than June 15, 2023 only**. Such checks must be collectable from the clearing house in Bangkok within the next business day and within the subscription period for newly issued ordinary shares given. Subscribers will be responsible for expenses and bank fees (if any).

In the case of a subscriber who has a securities trading account with Beyond Securities Public Company Limited: Subscribers can pay for newly issued ordinary shares by notifying their intention through an Investment Consultant (IC) of the agent accepting share subscription through one of the following methods: (1) Money transfer through the Automatic Transfer System (ATS) and (2) Withdrawal of collateral for payment of subscription.

The Subscriber Agent refrains from accepting the subscription of newly issued ordinary shares via telephone and by faxes in all cases and refrains from accepting payment for the subscription of newly issued ordinary shares in cash. And the Subscriber Agent reserves the right to allow the subscription and payment of newly issued ordinary shares by other means as appropriate

2. The allotment of shares

2.1. In case there is remaining unsubscribed ordinary shares from the subscription by the existing shareholders on a prorate basis or any remaining shares for any reasons, the existing shareholders shall be entitled to subscribe for the additional shares exceeding their rights at the same offer price of Right Offering. Whereby the Board of Directors and/or the Executive Committee and/or Chief Executive Committee and/or Chief Executive Officer shall be authorized to consider the allocation of the remaining unsubscribed shares to the existing shareholders who intend to subscribe and purchase the additional shares exceeding their rights according to the below conditions:

2.1.1 In case the number of ordinary shares oversubscribed by the existing shareholders is greater than the number of the remaining ordinary shares, they shall be allocated to each existing

shareholder, who intends to subscribe additional shares exceeding their rights. The allocation for each shareholder is equal to the proportion of the ordinary shares of the existing shareholders who intend to subscribe additional shares exceeding their rights. In this regards, the above allocation procedure shall be repeated until there is no remain unallocated right, which deems appropriate by the Board of Directors and/or the Executive Committee and/or Chief Executive Committee and/or Managing Director. Within 14 days from the last day of the subscription period, the Company shall refund the subscription amount for the ordinary shares that have not been additionally allocated to the existing shareholders as mentioned above without interest.

- (a) Each shareholder who subscribes shares in excess to their right shall be allocated oversubscription shares in proportion to existing shareholding of each shareholder who oversubscribe until there is no remaining share. (Decimal fractions of share derived from calculations shall be rounded down). The allocation shall be calculated as follows;

$$\text{Oversubscribed shares} = \text{No. of ordinary shares remained from RO subscription} \times \text{Proportion of existing shareholding of the oversubscribed shareholders}$$

- (b) The number of shares to be allocated to oversubscribing shareholders will not exceed the number of shares subscribed and paid for.
- (c) In case of unsubscribed shares from (a), the remaining shares will be allotted to oversubscribing shareholders who have not been fully allocated with shares, using the allocation method in (a).
- (d) The Subscriber Agent shall allot shares to the oversubscribing shareholders using the method in (a) until there is no remaining share to be allotted to the shareholders proportionally to their respective shareholding, or until there is no shareholder expressing their intention to oversubscribe for the newly issued shares.

Under no circumstances will the Company allocate shares as above-mentioned to any oversubscribing shareholders in a manner which such shareholders holding shares in the Company in an amount that reaches or crosses the tender offer threshold stipulated in the Notification of the Capital Market Supervisory Board no. Tor Chor 12/2554 re: criteria, conditions and methods of takeover (the "Tor Chor 12/2554 Notification"), or in a manner which violating the foreign shareholding limit as specified in the Company's' Articles of Association.

- 2.1.2 In case the number of ordinary shares oversubscribed by the existing shareholders is less than the number of the remaining ordinary shares, the remaining shares shall be allocated to all existing shareholders who have oversubscribed for the ordinary shares and paid for the subscription for all such ordinary shares.
- 2.2. Howbeit, there are unsubscribed ordinary shares remaining from the subscription of the existing shareholders of the company under clause 2.1.1 and 2.1.2 above. They shall be allotted and offered to specific persons (Private Placement) who propose to buy them, which deems appropriate by the Board of Directors or a person authorized by the Board of Directors, which the offering price is not less than 90 percent of the market price, whereby the market price shall be calculated from the weighted average trading price of the Company's shares in the Stock Exchange of Thailand for a period of not less than 7 days but not more than 15 consecutive business days prior to the date that the Board of Directors resolves to determine the offering price of such shares, which will be in accordance with the definition

set forth in the announcement of the Capital Market Supervisory Board No. TorJor. 72/2558 (B.E.) regarding the Approval for Listed Companies to Offer Newly Issued Shares to Private Placement, and the price was not lower than the offering price of newly issued ordinary shares to existing shareholders of the Company. at a price of 0.06 baht (six satang) per share.

However, the allocation of the newly issued ordinary shares to the Board of Directors and/or the Executive Committee and/or the Chairman of the Executive Committee and/or Chief Executive Officer or a person authorized by the Board of Directors and/or the Executive Committee and/or Executive Director and/or Chief Executive Officer have the power to consider and determine any other necessary details related to the allocation and offer for sale as a single or split for sale from time to time including having the power to take any action necessary and related to the offering of newly issued ordinary shares in all respects, such as the purpose of issuing new ordinary shares, proportion of using capital increase, offering pricing, offer period and payment of shares, etc., including changes in the offering period, tender offer and acceptance of payment for newly issued ordinary shares setting conditions and details in the issuance and offering of new ordinary shares as it deems appropriate as well as amending words or texts in the minutes of the shareholders' meeting memorandum and/or various requests and/or take any action to comply with the order of the registrar in registering the company's registered capital increase with the Department of Business Development, Ministry of Commerce from time to time according to the payment of the subscriber each time including the listing of newly issued ordinary shares on the Stock Exchange of Thailand and submission of information, documents, evidence to the Office of the Securities and Exchange Commission Stock Exchange of Thailand Ministry of Commerce or other related agencies.

- 2.3. In the event that the unsubscribed shares remaining from the subscription of the existing shareholders are allotted to specific persons (Private Placement), the company shall be eligible to register the change in the paid-up capital with the Public Company Registrar periodically in line with the payments received from such specific persons.

3. Refund of the subscription amount (if any)

In the case that any shareholder is not allocated the newly issued ordinary shares or that any oversubscribing shareholder is allocated the newly issued ordinary shares less than the number that such shareholder oversubscribes for, the Company and/or the Subscription Agent will refund the subscription payment for the portion of the newly issued ordinary shares that have not been allocated or for the portion of the newly issued ordinary shares oversubscribed that have not been fully allocated, without interest and/or damages, within 14 days from the last date of the subscription period by :

- 3.1 In case the subscriber has a securities trading account with Beyond Securities Public Company Limited: The refund of the subscription will be made by transferring money through the Automatic Transfer System (ATS) to the bank account on behalf of the subscriber according to the information that they have opened an account with Beyond Securities Public Company Limited within 5 business days from the end of the subscription period
- 3.2 In the case that the subscriber does not have a securities trading account with Beyond Securities Public Company Limited: The refund of the subscription will be made by transferring money via Automatic Transfer System (ATS) to the subscriber's bank account. As specified in the subscription form for newly issued ordinary shares within 7 business days from the end of the subscription period. However, such bank account must be a savings or current account of **Bangkok Bank Public Company Limited, Krung**

Thai Bank Public Company Limited, Bank of Ayudhya Public Company Limited, Kasikorn Bank Public Company Limited, Thanachart Bank Public Company Limited, The Siam Commercial Bank Public Company Limited and United Overseas Bank (Thai) Co., Ltd. (Public) only, where the subscriber must attach a copy of the first page of the bank passbook (with signature certified true copy by the subscriber) which the name of the deposit account must be the same as the subscriber's name only and must not be a joint deposit account

- 3.3 In case the name of the deposit account is not the same as the subscriber's name or in the event that the subscription payment cannot be transferred through the money transfer system to the subscriber's bank account as specified in the share subscription form or for any reason beyond the control of the Company, the share subscription agent will proceed to refund the unallocated portion of the subscription amount or the amount that is not allocated in full according to the amount oversubscribed **by a crossed check payable only on behalf of the subscriber. Share subscription and sent by registered mail to the address listed in the Company's shareholder database. According to the shareholder register book on 19 May 2023,** in the case of receiving a refund by check The subscriber will be responsible for the fee for collecting from different clearing houses or bank checks. The share subscription agent is responsible for returning such refund and shall pay interest to the subscriber at the rate of 7.50% per annum calculated on the unallocated subscription amount from the expiration date of 14 days from the end of the subscription period until the date of repayment according to the method above.

In any case If there is a transfer of the subscription fee that has not been allocated or has not been fully allocated according to the number of shares oversubscribed through the money transfer system to the subscriber's bank account as specified in the subscription form for newly issued ordinary shares or by sending a check by registered mail to the subscriber at the address shown in the Company's shareholder database in the shareholder register book as of 19 May 2023, it is assumed that the subscriber has received the subscription payment The portion that has not been allocated or has not been allocated in full according to the amount of the subscription more than rightfully returned and the subscriber has no right to claim any interest and/or damages from the company and/or agents to subscribe for shares anymore.

4. Required Documents and Submission

- 4.1. In case of subscription for newly issued ordinary shares through the SMART RO system (For Individual Only): the subscribers must attach the Bill Payment proof file and a document file in front of the bank account book through the SMART RO system.
- 4.2. In case of subscription for newly issued ordinary shares through share subscription agents (Hard Copy): the subscribers who wish to subscribe for newly issued ordinary shares Please bring the share subscription documents and proof of payment to contact at the place of subscription as specified in item 1.1

5. Evidence of Subscription

5.1. In case of subscription for newly issued ordinary shares through the SMART RO system: The system will record the subscription information automatically when the subscriber presses the button to confirm the subscription in the system. The subscriber can check the subscription information by filling in the 13-digit national ID number to verify the subscription information.

5.2. In case of subscription for newly issued ordinary shares through the Subscription Agent (Hard Copy): the Subscription Agent will issue evidence of share subscription (Part 2 of the Subscription Form) rights to purchase newly issued ordinary shares) as evidence for the subscriber.

The results of the share subscription will be complete when the Subscription Agent receives payment or if subscription fee can be charged by personal check Cashier's check or bank draft only and the company has already allocated capital increase shares in case of oversubscription (if any).

6. Cancellation of Share Subscription

Shareholders who fail to make a payment within the allotted time, or the personal cheque, cashier cheque or draft is not honored, it shall be deemed that such shareholders do not wish to subscribe for this New Ordinary Shares.

7. Delivery of the Newly Issued Ordinary Shares

7.1. In case that the subscriber wishes to deposit the shares in the securities trading account that the subscriber has opened with a securities company, the Company will deposit the allocated shares to the account "Thailand Securities Depository Company Limited for Subscribers" maintained by the TSD, and the securities company will record the number of shares deposited and issue an evidence of deposit to the subscriber within 7 business days from the last date of the subscription period.

7.2. In case that the subscriber wishes to deposit the shares in the Issuer's Account No. 600, the Company will deposit the allocated shares to the account "Thailand Securities Depository Company Limited", whereby the TSD will record the number of shares deposited in the name of the subscriber and issue an evidence of deposit to the subscriber within 7 business days from the last date of the subscription period.

7.3. In case the subscriber wishes to receive the share certificate in the name of subscriber, the TSD, as the Company's registrar, will deliver the share certificate representing the newly issued ordinary shares in the number allocated to the subscriber via registered mail under the name and address appeared in the Company's shareholder data base in accordance with the share register book as of 19 May 2023 within 15 days from the last date of the subscription period.

8. Other Related Information

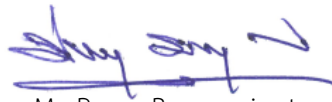
8.1. Shareholders who have subscribe and make payment for purchase the newly issued ordinary shares may not cancel their subscription.

8.2. In the case of depositing personal checks or bank checks (cashier cheque) or bill of exchange (draft), such checks must be collectable from the clearing house in Bangkok within the next business day and must dated the same date as the subscription date for newly issued ordinary shares and dated no later than June 15, 2023 only.

- 8.3. The name of subscriber and the name of trading account owner must be the same; otherwise, shares cannot be properly transferred. In such case, the Company reserves the right to issue and deliver the shares under the name of “Thailand Securities Depository Company Limited for the Depositor” and deposit them with the Thailand Securities Depository Company Limited into the account of Securities Issuer Member No. 600. The shareholders will then be unable to sell the shares on the first date of trading.
- 8.4. Please ensure that the Broker ID provided is accurate; otherwise, shares cannot be properly transferred, and the Company will not take responsibility for any delay or loss of shares. If the shareholder provides incomplete details, the Company reserves the right to issue and deliver the shares under the name of “Thailand Securities Depository Company Limited for the Depositor” and deposit them with the Thailand Securities Depository Company Limited into the account of Securities Issuer Member No. 600. The shareholders will then be unable to sell the shares on the first date of trading.
- 8.5. If the number of shares specified in the Subscription Form does not match the payment received, the Company reserves the right to consider the payment received as the intended subscription. The Company reserves the right to accept only the Subscription Form with complete information.
- 8.6. If you have any questions regarding the subscription for newly issued common shares, Please contact Operations Department, Beyond Securities Public Company Limited, Phone no. 02-820-0100

Please be informed accordingly.

Yours faithfully,



Mr. Panya Boonyapiwat

Chairman of the Executive Committee

**Notice of the Allotment of Capital Increase Shares Of
BEGISTICS PUBLIC COMPANY LIMITED.**

Part 1 Information regarding the allotment of capital increase shares

1. Name and address of listed company

Name : Begistics Public Company Limited
Address : 52 Thaniya Plaza 28th Floor,
Silom Road, Suriyawong, Bangrak, Bangkok 10500
Website : www.begistics.co.th

2. Date and Number of the Board of Directors' Meeting and the Shareholders' Meeting that approved the allocation of newly issued ordinary shares

The Company's Board of Director's Meeting No. 3/2023 on March 10, 2023.

The Annual General Meeting of Shareholders 2021 on May 12, 2023.

3. Detail of the allocation of newly issued ordinary shares

Regards to the resolution of the Annual General Meeting of Shareholders 2023 of Begistics Public Company Limited (the "Company"), held on May 12, 2023 that approved the allocation of 23,343,143,156 new ordinary shares by dividing the allocation of the Company's newly-issued ordinary shares not more than 20,761,555,194 shares with a par value of 0.68 baht per share for offering to the existing shareholders of the Company in proportion to the shareholding of each shareholder in the ratio of 1 existing ordinary shares per 6 newly issued ordinary shares at the offering price of 0.06 baht (six satang) per share, total value not exceeding 1,245,693,311.64 baht (one thousand two hundred forty-five million six hundred ninety-three thousand three hundred and eleven baht and sixty-four satang), in the event that there is a fraction of the shares resulting from the calculation, the fraction of that share shall be discarded. In this regard, shareholders may subscribe for newly issued ordinary shares in excess of their rights (Oversubscription). Existing shareholders who oversubscribe will be allocated shares oversubscribed only when there are shares remaining from the allotment to the existing shareholders of the Company who have subscribed according to all rights only and not more than 905,898,070 shares to accommodate the 6th adjustment of the warrants to purchase ordinary shares ("B-W6") and the allocation of ordinary shares to support the 7th adjustment of the warrants to purchase ordinary shares (" B-W7") not exceeding 1,675,689,892 shares.

The company will allocate and offer newly issued ordinary shares to the existing shareholders in proportion to their shareholding (Right Offering) in the amount not more than 20,761,555,194 shares to the shareholders whose names appear on the record date (Record Date) as of May 19, 2023 and the subscription and payment date for the newly issued ordinary shares between 12, 13, 14,15 and 16 June 2023 (5 business days) from 9.00 am. – 3.30 pm.

3.1 Newly issued ordinary shares

Type of Shares	:	Newly issued ordinary shares.
Existing Paid-up Capital	:	Baht 2,352,976,255.32 comprised of 3,460,259,199 ordinary shares at a par value of Baht 0.68 per share.
Paid-up Capital after	:	Baht 18,923,369,754.44 comprised of 27,828,484,933 (In case of full subscription ordinary shares at par value of Baht 0.68 per share of newly issued ordinary shares)
Number of shares allocated	:	not exceed 20,761,555,194 ordinary shares at a par value of Baht 0.68 per share.
Allotment of Shares	:	Allotted and offered to the existing shareholders of the Company in proportion to their current shareholdings, provided that such shareholder names appear on the Record Date on May 19, 2023.
Offering Price	:	0.06 Baht per share (six stang per share)
Subscription Ratio	:	1 existing share per 6 new share
Allocation method	:	Allotted and offered for sale the newly issued ordinary shares to existing shareholders of the company in proportion to their shareholding (“Right Offering”) at the ratio of 1 existing ordinary shares to 6 new ordinary shares The offering price of newly issued ordinary shares is Baht 0.06 per share. Any fractions of such newly issued ordinary shares resulting from the ratio calculations shall be disregarded.

However shareholders can exercise their right to subscribe more than their rights. (Oversubscription) Existing shareholders who oversubscribe will be allocated oversubscribed shares only when there are shares remaining from the allotment to the existing shareholders of the Company. who have subscribed according to all rights only

Detail of the allotment of shares as follow:

(1) In case there is remaining unsubscribed ordinary shares from the subscription by the existing shareholders on a prorata basis or any remaining shares for any reasons, the existing shareholders shall be entitled to subscribe for the additional shares exceeding their rights at the same offer price of Right Offering. Whereby the Board of Directors and/or the Executive Committee and/or Chief Executive Committee and/or Chief Executive Officer shall be authorized to consider the allocation of the remaining unsubscribed shares to the existing shareholders who intend to subscribe and purchase the additional shares exceeding their rights according to the below conditions:

1.1. In case the number of ordinary shares oversubscribed by the existing shareholders is greater than the number of the remaining ordinary shares, they shall be allocated to each existing shareholder, who intends to subscribe additional shares exceeding their rights. The allocation for each shareholder is equal to the proportion of the ordinary shares of the existing shareholders who intend to subscribe additional shares exceeding their rights. In this regards, the above allocation procedure shall be repeated until there is no remain unallocated right, which deems appropriate by the Board of Directors and/or the Executive Committee and/or Chief Executive Committee and/or Managing Director. Within 14 days from the last day of the subscription period, the Company shall refund the subscription amount for the ordinary shares

that have not been additionally allocated to the existing shareholders as mentioned above without interest.

(a) Each shareholder who subscribes shares in excess to their right shall be allocated oversubscription shares in proportion to existing shareholding of each shareholder who oversubscribe until there is no remaining share. (Decimal fractions of share derived from calculations shall be rounded down). The allocation shall be calculated as follows;

$$\text{Oversubscribed shares} = \text{No. of ordinary shares remained from RO subscription} \times \text{Proportion of existing shareholding of the oversubscribed shareholders}$$

(b) The number of shares to be allocated to oversubscribing shareholders will not exceed the number of shares subscribed and paid for.

(c) In case of unsubscribed shares from (a), the remaining shares will be allotted to oversubscribing shareholders who have not been fully allocated with shares, using the allocation method in (a).

(d) The Subscriber Agent shall allot shares to the oversubscribing shareholders using the method in (a) until there is no remaining share to be allotted to the shareholders proportionally to their respective shareholding, or until there is no shareholder expressing their intention to oversubscribe for the newly issued shares.

Under no circumstances will the Company allocate shares as above-mentioned to any oversubscribing shareholders in a manner which such shareholders holding shares in the Company in an amount that reaches or crosses the tender offer threshold stipulated in the Notification of the Capital Market Supervisory Board no. **Tor Chor 12/2554** re: criteria, conditions and methods of takeover (the “Tor Chor 12/ 2554 Notification”), or in a manner which violating the foreign shareholding limit as specified in the Company’s Articles of Association.

1.2. In case the number of ordinary shares oversubscribed by the existing shareholders is less than the number of the remaining ordinary shares, the remaining shares shall be allocated to all existing shareholders who have oversubscribed for the ordinary shares and paid for the subscription for all such ordinary shares.

Example of the Allocation of Oversubscribed Newly Issued Ordinary Shares

There are 150 newly issued ordinary shares remaining unsubscribed for from the prorated entitlement subscription:

Oversubscription Allocation: Round 1

Shareholders	Number of Existing Shares Held	Number of Subscribed Shares		Over-subscription Allotment : Round 1	Actual Allotment : Round 1	Number of Oversubscribed But Unallocated Shares Remaining
		Prorated Entitlement	Over - subscription			
Shareholder A.	100	100	20	$100/450 \times 150 = 33.33$	20	0
Shareholder B.	150	150	70	$150/450 \times 150 = 50.00$	50	20
Shareholder C.	200	200	100	$200/450 \times 150 = 66.67$	66	34
Total	450	450	190		136	54
Number of Shares Remaining Unsubscribed for from the Allocation Round 1					14	

In round 1 of the oversubscription allocation, Shareholder A is allocated with 33.33 shares where the fraction of 0.33 is disregarded. However, he oversubscribes for only 20 shares, therefore he is allocated with only 20 shares. The number of shares that shareholder B is allocated with is 50.00 shares and he is actually allocated 50 shares. Shareholder C is allocated with 66.67 shares where the fraction of 0.67 is disregarded, and he is actually allocated with 66 shares. Therefore, there are 14 shares remained unallocated which will be allocated further in the next round because after the first round of the allocation, Shareholder B and Shareholder C still wish to oversubscribe the shares in the amount of 20 and 34 shares, respectively.

Oversubscription Allocation: Round 2

Shareholders	Number of Existing Shares Held	Number of Subscribed Shares		Over-subscription Allotment : Round 2	Actual Allotment : Round 2	Number of Oversubscribed But Unallocated Shares Remaining
		Prorated Entitlement	Over - subscription			
Shareholder B.	150	150	70	$150/350 \times 14 = 6.00$	6	14
Shareholder C.	200	200	100	$200/350 \times 14 = 8.00$	8	26
Total	350	350	170		14	40
Number of Shares Remaining Unsubscribed for from the Allocation Round 2					0	

In round 2 of the oversubscription allocation, Shareholder B is allocated with 6 shares, and Shareholder C is allocated with 8 shares.

Therefore, there is no share remaining un-allocated. In the case that there are shares remaining, they will be allocated in the next rounds in similar manner to the first two rounds until no shares left.

Summary of Oversubscription Allocation of the Newly Issued Ordinary Shares

Shareholders	Number of Subscribed Shares	
	Prorated Entitlement	Over - subscription
Shareholder A.	100	20
Shareholder B.	150	56
Shareholder C.	200	74
Total	450	150

Howbeit, there are unsubscribed ordinary shares remaining from the subscription of the existing shareholders of the company under clause 1.1 and 1.2 above. They shall be allotted and offered to specific persons (Private Placement) who propose to buy them, which deems appropriate by the Board of Directors or a person authorized by the Board of Directors, which the offering price is not less than 90 percent of the market price, whereby the market price shall be calculated from the weighted average trading price of the Company's shares in the Stock Exchange of Thailand for a period of not less than 7 days but not more than 15 consecutive business days prior to the date that the Board of Directors resolves to determine the offering price of such shares, which will be in

accordance with the definition set forth in the announcement of the Capital Market Supervisory Board No. TorJor. 72/2558 (B.E.) regarding the Approval for Listed Companies to Offer Newly Issued Shares to Private Placement, and the price was not lower than the offering price of newly issued ordinary shares to existing shareholders of the Company. at a price of 0.06 baht (six satang) per share.

However, the allocation of the newly issued ordinary shares to the Board of Directors and/or the Executive Committee and/or the Chairman of the Executive Committee and/or Chief Executive Officer or a person authorized by the Board of Directors and/or the Executive Committee and/or Executive Director and/or Chief Executive Officer have the power to consider and determine any other necessary details related to the allocation and offer for sale as a single or split for sale from time to time including having the power to take any action necessary and related to the offering of newly issued ordinary shares in all respects, such as the purpose of issuing new ordinary shares, proportion of using capital increase, offering pricing, offer period and payment of shares, etc., including changes in the offering period, tender offer and acceptance of payment for newly issued ordinary shares setting conditions and details in the issuance and offering of new ordinary shares as it deems appropriate as well as amending words or texts in the minutes of the shareholders' meeting memorandum and/or various requests and/or take any action to comply with the order of the registrar in registering the company's registered capital increase with the Department of Business Development, Ministry of Commerce from time to time according to the payment of the subscriber each time including the listing of newly issued ordinary shares on the Stock Exchange of Thailand and submission of information, documents, evidence to the Office of the Securities and Exchange Commission Stock Exchange of Thailand Ministry of Commerce or other related agencies.

- (2) In the event that the unsubscribed shares remaining from the subscription of the existing shareholders are allotted to specific persons (Private Placement), the company shall be eligible to register the change in the paid-up capital with the Public Company Registrar periodically in line with the payments received from such specific persons. In the event that there is a fraction of the shares resulting from the calculation, the fraction of that share shall be discarded.

4. The Record Date for determining the List of Shareholders entitled for subscription of newly issued ordinary shares.

The Record Date on 19 May 2023 to determine the list of Shareholders entitled for subscription of newly issued ordinary shares.

5. Subscription Period, Location and Payment Details

5.1 Subscription period and location

- 5.1.1. Subscription of newly issued ordinary shares through the SMART RO system on the website ro.beyondsecurities.co.th (For Individual Only) from 9:00 a.m. on June 12, 2023 to 3:30 p.m. on June 16, 2023 (a total of 5 business days)
- 5.1.2. Subscription of newly issued ordinary shares through the Subscription Agent (Hard Copy) at the subscription location of Beyond Securities Public Company Limited between June 12, 2023 to June 16, 2023 from 9:00 a.m. - 3:30 p.m. (total of 5 business days) as follow:

Beyond Securities Public Company Limited

Securities Operations Department

Subscription location No. 46/7 Rungrojthanakul Building, 12th Floor, Ratchadapisek Road
Huai Khwang Subdistrict, Huai Khwang District, Bangkok 10310
Tel. 02-820-0100

(** Not accepting subscription by telephone and fax in all cases **)

For shareholders who hold shares in the scripless system. Please contact the securities company that the shareholder has a trading account with and the ordinary shares of company are deposited for that securities company will collect documents and submit the case to the Subscription Agent.

5.2 Method of Subscription and Payment of the Newly Issued Ordinary Shares

Shareholders can choose to subscribe for shares according to the following methods:

5.2.1. In case of subscription for newly issued ordinary shares through the SMART RO system (For Individual Only)

- (1) Subscribers can check their subscription rights on the SMART RO system at ro.beyondsecurities.co.th by filling in the 13-digit ID number to check their subscription rights and press the **Booking** button to enter the next page.

BYD
BEYOND SECURITIES
PUBLIC COMPANY LIMITED

ใช้สิทธิซื้อหุ้นสามัญเพิ่มทุนของ XXXXXXXXXXXXX ราคา X.XX บาท

ระหว่างวันที่ XXXXXXXXXXXX ตั้งแต่เวลา 9.00 น. ถึง เวลา 15.30 น.

เลขบัตรประชาชน / ID Card number or Passport.


Booking


- (2) The SMART RO system will display a screen showing notification about personal data protection. The subscriber can press the "Download" button to read details about personal data protection and scroll down to the bottom of the screen and press "Accept" button to enter the process of checking the subscription information.

การแจ้งเกี่ยวกับการคุ้มครองข้อมูลส่วนบุคคล


กรุณาเลื่อนอ่านข้อความจนสิ้นสุด จึงจะสามารถกดปุ่ม "ยอมรับ" เพื่อทำรายการต่อไป
 ท่าน ("ผู้ใช้บริการ") ตกลงยินยอมให้บริษัทหลักทรัพย์ บียอนด์ จำกัด (มหาชน) ("บริษัท
 หลักทรัพย์ฯ") เก็บรวบรวม ใช้ และเปิดเผย ข้อมูลส่วนบุคคลของใช้บริการที่ใดให้ไว้แก่
 บริษัทหลักทรัพย์ฯ ในขั้นตอนการขอเปิดบัญชีซื้อขายหลักทรัพย์ , ซื้อขายสัญญาซื้อขาย
 ล่วงหน้า , กองทุนและ ตราสารหนี้ ที่ได้กระทำผ่านระบบเปิดบัญชีออนไลน์นี้ทั้งหมด เช่น ชื่อ
 นามสกุล ที่อยู่ เบอร์โทรศัพท์อีเมล หมายเลขประจำตัวประชาชน ("ข้อมูลส่วนบุคคล") เพื่อ
 ประโยชน์ในการดำเนินการเปิด บัญชีซื้อขายหลักทรัพย์ , ซื้อขายสัญญาซื้อขายล่วงหน้า ,
 กองทุน และ ตราสารหนี้ กับบริษัทหลักทรัพย์ฯ โดยบริษัทหลักทรัพย์ฯ จะนำข้อมูลส่วน
 บุคคลของใช้บริการไปใช้เพื่อประโยชน์ในการยืนยันตัวตนของผู้ใช้บริการและเพื่ออนุมัติ
 คำขอเปิดบัญชีซื้อขายหลักทรัพย์ , ซื้อขายสัญญาซื้อขายล่วงหน้า , กองทุนและ ตราสารหนี้

 [ดาวน์โหลด](#)

- (3) Check the information displayed on the screen. Once the subscriber has checked the information, click the  button on the left to make a list of the subscription rights for the new shares.

 นายTEST

SECURITIES : XXX
 จงระหว่างวันที่
 ราคา บาท

Action	เลขที่ ใบจอง	ทะเบียนผู้ถือ หุ้น	ชื่อ-นามสกุล	บัตรประชาชน Passport	หุ้นเดิม	หุ้นได้ สิทธิ์	จองเกิน สิทธิ์	ส่วนเกินสิทธิ์ได้รับ จดass	รวมได้รับ จดass	เงิน (คืน)	ประเภทการ จดass	Parti	ธนาคาร (คืนเงิน)	บัญชีเลขที่ (คืนเงิน)	Updated
		XXXXXXXXXX	นายTEST	111111111111111111	1,228,915	1,228,915									12/05/2023 09:34

Total 1 row.

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 46/7 Rungrojthanakul Building 11th, 12th Ratchadaphisek Rd., Huaihwang, Huaihwang, Bangkok 10310

Sequence No. #1

ทะเบียนผู้ถือหุ้น	ชื่อ-นามสกุล	บัตรประชาชน	หุ้นเดิม	หุ้นที่ได้รับสิทธิ์	จำนวนเงินตามสิทธิ์	ราคาหุ้นละ(บาท)
xxxxxxxxxx	นายTEST	111111111111	1,228,915	1,228,915	2,629,878.10	2.14

รายละเอียด

จำนวนหุ้นที่ได้รับจากการจองซื้อ: 1,228,915 หุ้น

จำนวนหุ้นที่จองซื้อ: เงินที่ต้องชำระ: 0.00

ส่วนเกินสิทธิ์: ส่วนเกินสิทธิ์ที่ได้รับ: 0

การชำระเงิน

ประเภทการชำระเงิน: --- Please Select --- วันที่ชำระเงิน:

จำนวนเงินที่ชำระ: 0.00 ส่วนต่าง: 0.00

การจัดสรร

ประเภทการจัดสรร: --- Please Select ---

เลขที่ Parti (Parti No.): --- Please Select ---

เลขที่บัญชีหลักทรัพย์:

กรุณาระบุเบอร์โทรศัพท์ที่ติดต่อได้:

ข้อตกลง: ข้าพเจ้าขอรับรองว่า ข้าพเจ้าในฐานะผู้ถือหุ้นเดิมและได้รับการจัดสรรจองซื้อหุ้นสามัญที่ออกใหม่ เป็นผู้รับผลประโยชน์ที่แท้จริง

Save Draft Cancel Submit

- (4) The subscriber must provide complete information including: Number of shares to be subscribed, type of share payment, method of receiving allotted shares, channel of money refunding (in case of oversubscribed share), telephone number, etc. and attach the proof of payment file. And attach the file to the bank account book, which is the same last name as the subscriber's name, to use as channel of money refunding. SMART RO will not be able to save any subscription until the subscriber presses the confirmation button.

- (4.1) Fill in the Number of Shares to Purchase field where the number of shares to be subscribed can be specified as lower than or equal to the rights to be subscribed. The system automatically calculates the amount of shares to be subscribed shares.

รายละเอียด

จำนวนหุ้นที่ได้รับจากการจองซื้อ: NaN หุ้น

จำนวนหุ้นที่จองซื้อ: เงินที่ต้องชำระ: 4,280.00

ส่วนเกินสิทธิ์: ส่วนเกินสิทธิ์ที่ได้รับ: 0

- (4.2) Type of payment of subscription

The subscriber can choose four channels for subscription payment:

- (1) Bill Payment: Deposits money or deposits of personal cheque or cashier cheque or bills of exchange (Draft) through the bill payment system through Bangkok Bank's counters.
- (2) QR Code: Scan the QR Code through the subscriber's Mobile Banking Application. Payment through QR Code will only be made up to 2 million baht and the name of the subscriber must be the same as the subscriber's name.

- (3) ATS: Transfer money to or direct debit via the automatic transfer system (only those who have a securities trading account with a subscription agent).
- (4) Withdrawal: Withdrawal of collateral for the payment of subscription (For subscriber who has a securities trading account with Beyond Securities Public Company Limited only).

การชำระเงิน

ประเภทการชำระเงิน	--- Please Select --- --- Please Select --- Bill Payment QR Code ATS Withdrawal	วันที่ชำระเงิน	<input type="text"/>
จำนวนเงินที่ชำระ		ส่วนต่าง	0.00

Example 1: In the case of selecting a Bill Payment

การชำระเงิน

ประเภทการชำระเงิน	Bill Payment	วันที่ชำระเงิน	18/05/2023
	ฎานีโหลดเอกสาร (Bill Payment)		
จำนวนเงินที่ชำระ	4,280.00	ส่วนต่าง	0.00
Bill Payment File (แบบเอกสารการจ่ายเงิน)	เลือกไฟล์	ไม่ได้เลือกไฟล์ใด	
* Required for payment slip file (จำเป็นต้องแนบเอกสารการชำระเงิน) *** ชื่อผู้จ่ายเงินต้องเป็นชื่อเดียวกันกับคนจอง			

Example 2: In the case of selecting a QR Code payment

การชำระเงิน

ประเภทการชำระเงิน	QR Code	วันที่ชำระเงิน	18/05/2023
จำนวนเงินที่ชำระ	4,280.00	ส่วนต่าง	0.00
Bill Payment File (แบบเอกสารการจ่ายเงิน)	เลือกไฟล์	ไม่ได้เลือกไฟล์ใด	
* Required for payment slip file (จำเป็นต้องแนบเอกสารการชำระเงิน) *** ชื่อผู้จ่ายเงินต้องเป็นชื่อเดียวกันกับคนจอง			

Example 3: In the case of selecting an ATS (For subscriber who has a securities trading account with Beyond Securities Public Company Limited only).

การชำระเงิน

ประเภทการชำระเงิน: วันที่ชำระเงิน:

ธนาคาร:

สาขา: สาขาถนนพญาจรูญภิเษก บางใหญ่

เลขที่บัญชี / เลขที่เช็ค:

จำนวนเงินที่ชำระ: ส่วนต่าง:

Example 4: In the case of selecting a Withdrawal (only those who have a stock trading account with a subscription agent)

การชำระเงิน

ประเภทการชำระเงิน: วันที่ชำระเงิน:

เลขที่บัญชี (สำหรับตัดเงิน):

จำนวนเงินที่ชำระ: ส่วนต่าง:

Note: Subscriber can press the Save Draft button to save the transaction. Once the payment has been made, subscriber can return to the SMART RO system and continue the transaction later.

Sequence No. #1

ทะเบียนผู้ถือหุ้น	ชื่อ-นามสกุล	บัตรประชาชน	หุ้นเดิม	หุ้นที่ได้รับสิทธิ์	จำนวนเงินตามสิทธิ์	ราคาหุ้นละ(บาท)
xxxxxxxxxx	นายTEST	111111111111	5,600	5,600	11,984.00	214

รายละเอียด

จำนวนหุ้นที่ได้รับจากการจองซื้อ: หุ้น

จำนวนหุ้นที่จองซื้อ: เงินที่ต้องชำระ:

ส่วนเกินสิทธิ์: ส่วนเกินสิทธิ์ที่ได้รับ:

การชำระเงิน

ประเภทการชำระเงิน: วันที่ชำระเงิน:

จำนวนเงินที่ชำระ: ส่วนต่าง:

Bill Payment File (แบบเอกสารการจ่ายเงิน):

*** ชื่อผู้ชำระเงินต้องเป็นชื่อเดียวกับคนจอง

การจัดสรร

ประเภทการจัดสรร:

เลขที่ Parti (Parti No.):

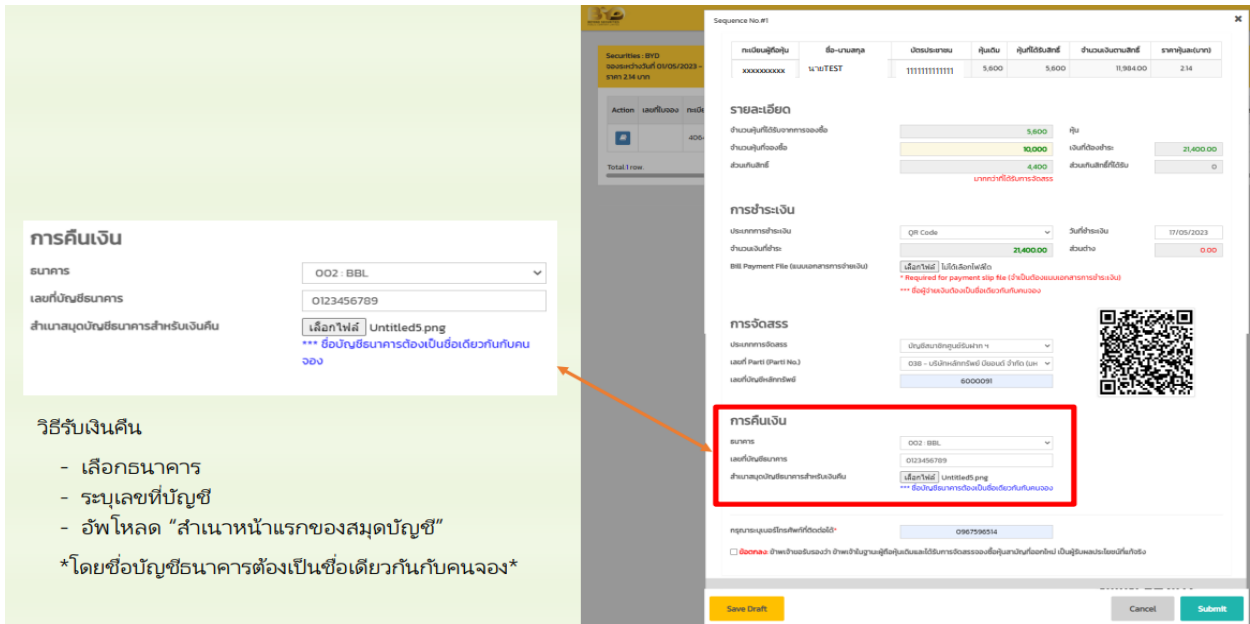
เลขที่บัญชีหลักทรัพย์:

กรุณาระบุเบอร์โทรศัพท์ที่ติดต่อได้:

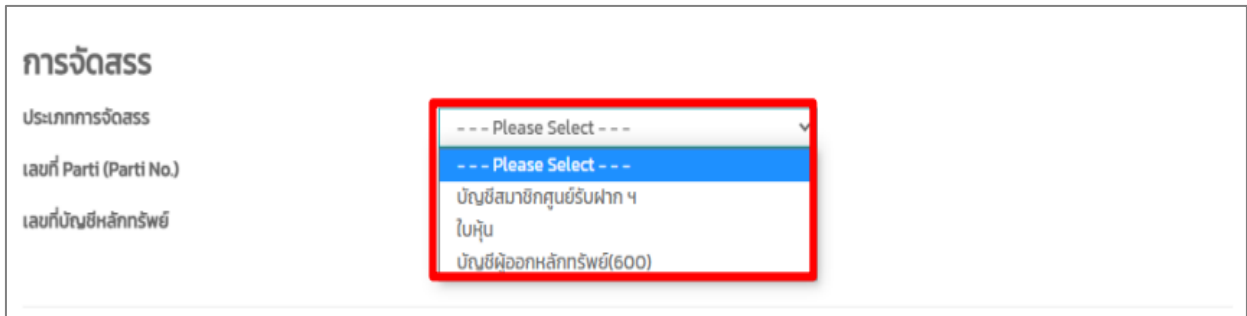
ยืนยัน: ข้าพเจ้าขอรับรองว่า ข้าพเจ้าในฐานะผู้ถือหุ้นเดิมและได้รับการจัดสรรจองซื้อหุ้นตามที่ออกใหม่ เป็นผู้มอบประโยชน์แก่ตัวเอง

Save Draft
Cancel
Submit

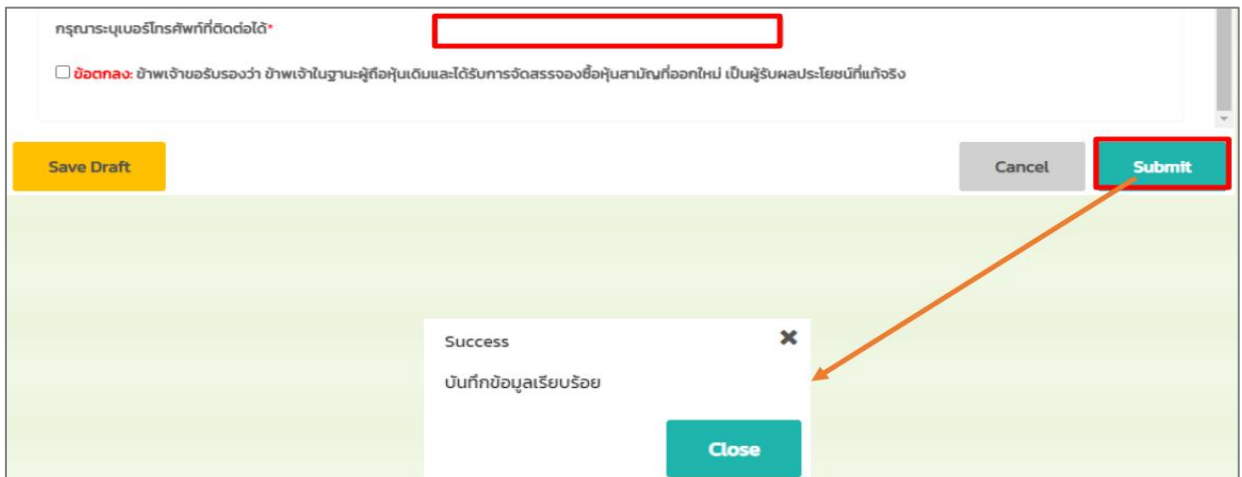
In addition, if a subscriber oversubscribed shares are acquired, the SMART RO system will show a money refunding channel if the subscriber is allocated less than the total number of shares subscribed or not allocated.



(4.3) Select the channel to receive allocated shares.



(4.4) Identify the phone number, and mark to acknowledge the agreement, press "Submit" to confirm the subscription. The system displays the message "Success Saved". SMART RO will not save any subscription until the subscriber presses "Submit" to confirm the subscription.



- (4.5) Once the subscriber has completed the subscription, the subscriber can return to the SMART RO system for verify the subscription information or review the results of the allocation.

Action	เลขที่ใบจอง	ทะเบียนผู้ถือหุ้น	ชื่อ-นามสกุล	บัตรประชาชน Passport	ทุนเดิม	ทุนได้สิทธิ์	จองเกินสิทธิ์	ส่วนเกินสิทธิที่ได้รับจัดสรร	ควบได้รับจัดสรร	เงิน (ลบ)	ประเภทการจัดสรร	Parti	สถานะ (คืนเงิน)
	038800022	xxxxxxxxxx	นายTEST	111111111111	5,600	5,600	4,400	-	-	-	บัญชีสมาชิกศูนย์รับฝาก ฯ	038 A/C xxxxxxxx	

Total 1 row.

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46/7 Rungrojthanakul Building 11th, 12th Ratchadaphisek Rd., HuaiKhwang, HuaiKhwang, Bangkok 10310

5.2.2. In case of subscription for newly issued ordinary shares through the Subscription Agent (Hard Copy)

Method for payment for the subscription

Have the subscriber deposit money or deposit a personal check or a bank check (Cashier's Check) or a bill of exchange (Draft) via the Bill Payment system (Enclosure No.3) at the counter of Bangkok Bank Public Company Limited only and subscribers must fill out all information completely along with specifying Ref. 1: 10 - digit shareholder registration number (as shown in the Certificate of Subscription Rights for Newly Issued Ordinary Shares) (Enclosure No.4)) and specify Ref.2: ID card number/passport/alien card number. The Subscriber bring the share subscription documents and proof of payment to contact at subscription location of the Subscription Agent between June 12, 2023 to June 16, 2023 from 9:00 a.m. - 3:30 p.m. (total of 5 business days).

In the case of depositing personal checks or bank checks (cashier cheque) or bill of exchange (draft), such checks must be crossed to a specific account (Account Payee Only) made payable to "BEYOND SECURITIES PUBLIC COMPANY LIMITED FOR SUBSCRIPTION" and must dated the same date as the subscription date for newly issued ordinary shares and dated no later than June 15, 2023 only. Such checks must be collectable from the clearing house in Bangkok within the next business day and within the subscription period for newly issued ordinary shares given. Subscribers will be responsible for expenses and bank fees (if any).

In the case of a subscriber who has a securities trading account with Beyond Securities Public Company Limited: Subscribers can pay for newly issued ordinary shares by notifying their intention through an Investment Consultant (IC) of the agent accepting share subscription through one of the following methods:

- (1) Money transfer through the Automatic Transfer System (ATS) that the subscriber of the newly issued ordinary shares has requested to transfer the money to pay for the encumbrance automatically. Such automatic money transfer system must be effective on the subscription date for the newly issued ordinary shares.
- (2) Withdrawal of collateral for payment of subscription of newly issued ordinary shares that the subscriber of newly issued ordinary shares has requested to withdraw collateral for payment for subscription fee for newly issued ordinary shares.

Subscription Documents

After the payment of subscription of newly issued ordinary shares, the subscriber must bring the share subscription documents and proof of payment to contact at the place of subscription as specified in item 5.1.2. by:

- 1) Subscription form for newly issued ordinary shares: Those who wish to subscribe for newly issued ordinary shares Please fill in the details and sign your name correctly, completely and clearly.
- 2) Certificate of Subscription Rights for Newly Issued Ordinary Shares: Certificate of Rights for Subscription of Newly Issued Ordinary Shares indicating the number of shares that shareholders are entitled to be allocated in proportion to their shareholding (Documents notifying the right to subscribe for newly issued ordinary shares issued by the company Thailand Securities Depository Co., Ltd.)
- 3) Evidence of Bill Payment together with shareholder registration number, name-surname (as shown in the Certificate of Subscription Rights for Newly Issued Ordinary Shares) and telephone numbers that can be used. can be contacted on the back of proof of payment
- 4) Copy of the first page of the bank book (savings or current accounts) for **Bangkok Bank Public Company Limited, Krung Thai Bank Public Company Limited, Bank of Ayudhya Public Company Limited, Kasikornbank Public Company Limited, Thanachart Bank Public Company Limited, The Siam Commercial Bank Public Company Limited and United Overseas Bank (Thai) Public Company Limited only**. The name of the bank account must be the same as the subscriber's name onl. with signature certifying a true copy. In the event that the subscriber wants to refund the subscription fee for the newly issued ordinary shares that have not been allocated or has not been allocated in full according to the number of oversubscribed shares through a money transfer system into such bank account.
- 5) Additional documents for securities subscription only for those who wish to deposit securities into the issuer account and fill in the FATCA due diligence questionnaire (Foreign Account Tax Compliance Act) By attaching such documents to the Subscription Agent for newly issued ordinary shares, otherwise, the Subscription Agent reserves the right to issue share certificates to the subscriber instead.
- 6) Identification Documents:
 - 6.1) Individual of Thai nationality - a copy of a valid ID card with signature certifying true copy or in the case of a lifetime ID card, attach a copy of the house registration with the 13-digit ID number or a copy of other official document with the 13-digit ID number with a certified true copy. In case of of name/surname change, which causes the name / last name to not match the name of the shareholder that appears in the share register book or in the share subscription certificate, attach a copy of a document issued by a government agency, such as a change/surname change notification. Marriage certificate, divorce certificate, etc. with signature certified as a true copy.
 - 6.2) Individual of foreign nationality - copy of alien certificate or a copy of a valid passport with signature certifying true copy.

- 6.3) Juristic person registered in Thailand - Copy of affidavit issued by the Ministry of Commerce, not more than 6 months prior to the subscription date with signature certifying true copy by the authorized signatory of that juristic person and affixed with the juristic person's seal (if any) along with a copy of their identification card or passport (as the case may be) of the authorized signatory of such juristic person with signature certifying true copy.
- 6.4) Juristic person registered in a foreign country - a copy of the certificate of incorporation issued no more than 1 year prior to the subscription date with a certified true copy by the authorized signatory of that juristic person and affixed with the juristic person's seal (if any) together with a copy of the identification card or passport copy (as the case may be) of the authorized signatory of such juristic person with signature certifying true copy. All copies of such documents must be certified with signature by Notary Public officials or certified by the Thai embassy or the Thai Consulate in the country where the document was produced to authenticate and not more than 1 year before the subscription date.

Remark

- 1) Shareholders will be responsible for expenses and bank fees (if any).
- 2) The Subscription Agent refrains from accepting the subscription of newly issued ordinary shares via telephone and by faxes in all cases
- 3) The Subscription Agent from accepting payment for the subscription of newly issued ordinary shares in cash.
- 4) The Subscription Agent reserves the right to allow the subscription and payment of the newly issued ordinary shares by other means as appropriate

5.3 Refund of the subscription amount (if any)

In the case that any shareholder is not allocated the newly issued ordinary shares or that any oversubscribing shareholder is allocated the newly issued ordinary shares less than the number that such shareholder oversubscribes for, the Company and/or the Subscription Agent will refund the subscription payment for the portion of the newly issued ordinary shares that have not been allocated or for the portion of the newly issued ordinary shares oversubscribed that have not been fully allocated, without interest and/or damages, within 14 days from the last date of the subscription period by:

- 5.3.1. In case the subscriber has a securities trading account with Beyond Securities Public Company Limited: The refund of the subscription will be made by transferring money through the Automatic Transfer System (ATS) to the bank account on behalf of the subscriber according to the information that they have opened an account with Beyond Securities Public Company Limited within 5 business days from the end of the subscription period.
- 5.3.2. In the case that the subscriber does not have a securities trading account with Beyond Securities Public Company Limited: The refund of the subscription will be made by transferring money via Automatic Transfer System (ATS) to the subscriber's bank account. As specified in the subscription form for newly issued ordinary shares within 7 business days from the end of the subscription period. However, such bank account must be a savings or current account of **Bangkok Bank Public Company Limited, Krung Thai Bank Public Company Limited, Bank of Ayudhya Public Company Limited, Kasikorn Bank Public Company Limited, Thanachart Bank Public Company Limited, The Siam Commercial Bank Public Company Limited and United Overseas Bank (Thai) Co., Ltd. (Public) only**, where the subscriber must attach a copy of the first page of the

- bank passbook (with signature certified true copy by the subscriber) which the name of the deposit account must be the same as the subscriber's name only and must not be a joint deposit account
- 5.3.3. In case the name of the deposit account is not the same as the subscriber's name or in the event that the subscription payment cannot be transferred through the money transfer system to the subscriber's bank account as specified in the share subscription form or for any reason beyond the control of the Company, the share subscription agent will proceed to refund the unallocated portion of the subscription amount or the amount that is not allocated in full according to the amount oversubscribed **by a crossed check payable only on behalf of the subscriber. Share subscription and sent by registered mail to the address listed in the Company's shareholder database. According to the shareholder register book on 19 May 2023**, in the case of receiving a refund by check The subscriber will be responsible for the fee for collecting from different clearing houses or bank checks. The share subscription agent is responsible for returning such refund and shall pay interest to the subscriber at the rate of 7.50% per annum calculated on the unallocated subscription amount from the expiration date of 14 days from the end of the subscription period until the date of repayment according to the method above.

In any case If there is a transfer of the subscription fee that has not been allocated or has not been fully allocated according to the number of shares oversubscribed through the money transfer system to the subscriber's bank account as specified in the subscription form for newly issued ordinary shares or by sending a check by registered mail to the subscriber at the address shown in the Company's shareholder database in the shareholder register book as of 19 May 2023, it is assumed that the subscriber has received the subscription payment The portion that has not been allocated or has not been allocated in full according to the amount of the subscription more than rightfully returned and the subscriber has no right to claim any interest and/or damages from the company and/or agents to subscribe for shares anymore.

5.4 Evidence of Subscription

- (1) In case of subscription for newly issued ordinary shares through the SMART RO system: The system will record the subscription information automatically when the subscriber presses the button to confirm the subscription in the system. The subscriber can check the subscription information by filling in the 13-digit national ID number to verify the subscription information.
- (2) In case of subscription for newly issued ordinary shares through the Subscription Agent (Hard Copy): the Subscription Agent will issue evidence of share subscription (Part 2 of the Subscription Form) rights to purchase newly issued ordinary shares) as evidence for the subscriber.

The results of the share subscription will be complete when the Subscription Agent receives payment or if subscription fee can be charged by personal check Cashier's check or bank draft only and the company has already allocated capital increase shares in case of oversubscription (if any).

5.5 Cancellation of Share Subscription

Shareholders who fail to make a payment within the allotted time, or the personal cheque, cashier cheque or draft is not honored, it shall be deemed that such shareholders do not wish to subscribe for this New Ordinary Shares.

5.6 Delivery of the Newly Issued Ordinary Shares

- (1) In case that the subscriber wishes to deposit the shares in the securities trading account that the subscriber has opened with a securities company, the Company will deposit the allocated shares to the account “Thailand Securities Depository Company Limited for Subscribers” maintained by the TSD, and the securities company will record the number of shares deposited and issue an evidence of deposit to the subscriber within 7 business days from the last date of the subscription period.
- (2) In case that the subscriber wishes to deposit the shares in the Issuer’s Account No. 600, the Company will deposit the allocated shares to the account “Thailand Securities Depository Company Limited”, whereby the TSD will record the number of shares deposited in the name of the subscriber and issue an evidence of deposit to the subscriber within 7 business days from the last date of the subscription period.
- (3) In case the subscriber wishes to receive the share certificate in the name of subscriber, the TSD, as the Company’s registrar, will deliver the share certificate representing the newly issued ordinary shares in the number allocated to the subscriber via registered mail under the name and address appeared in the Company’s shareholder data base in accordance with the share register book as of 19 May 2023 within 15 days from the last date of the subscription period.

5.7 Other Related Information

- 5.7.1. Shareholders who have subscribe and make payment for purchase the newly issued ordinary shares may not cancel their subscription.
- 5.7.2. In the case of depositing personal checks or bank checks (cashier cheque) or bill of exchange (draft), such checks must be collectable from the clearing house in Bangkok within the next business day and must dated the same date as the subscription date for newly issued ordinary shares and dated no later than June 15, 2023 only.
- 5.7.3. The name of subscriber and the name of trading account owner must be the same; otherwise, shares cannot be properly transferred. In such case, the Company reserves the right to issue and deliver the shares under the name of “Thailand Securities Depository Company Limited for the Depositor” and deposit them with the Thailand Securities Depository Company Limited into the account of Securities Issuer Member No. 600. The shareholders will then be unable to sell the shares on the first date of trading.
- 5.7.4. Please ensure that the Broker ID provided is accurate; otherwise, shares cannot be properly transferred, and the Company will not take responsibility for any delay or loss of shares. If the shareholder provides incomplete details, the Company reserves the right to issue and deliver the shares under the name of “Thailand Securities Depository Company Limited for the Depositor” and deposit them with the Thailand Securities Depository Company Limited into the account of Securities Issuer Member No. 600. The shareholders will then be unable to sell the shares on the first date of trading.
- 5.7.5. If the number of shares specified in the Subscription Form does not match the payment received, the Company reserves the right to consider the payment received as the intended subscription. The Company reserves the right to accept only the Subscription Form with complete information.

5.7.6. If you have any questions regarding the subscription for newly issued common shares, Please contact Operations Department, Beyond Securities Public Company Limited, Phone no. 02-820-0100

6. The purpose of capital increase and fund utilization in additional part.

The issuance and offering of newly issued ordinary shares to the existing shareholders of the Company at the ratio of 1 : 6 (Right Offering). 1,245,693,311.64 baht will be used for the following purposes:

Objectives of using the money	Proportion of utilization of proceeds received from the capital increase (%)	Period of use of capital increase
1. Investment in ordinary shares of The Megawatt Company Limited	46.00	by 2023
The company will invest to buy shares of MW. from 3 existing shareholders of MW, totaling not more than 4,960,000 shares, at a price of 115 baht per share, totaling not more than 570,400,000 baht.		
1. Working capital of the company and its subsidiaries and pay debts	25.00	by 2023
2. Expand current and future business	29.00	by 2023 -2024

Since the company has a tendency to expand its business continuously, including future investment plans, it is necessary to provide funding sources. Therefore, the company has issued this cap increase share to increase liquidity and working capital for the company, as well as help to strengthen the company's capital base in order to prepare for future investment expansion and/or for other purposes as the Board of Directors or the Executive Committee deems appropriate.

7. Benefits which the Company will receive from the capital increase and share allotment.

7.1. Sufficient funds to support the expansion of investment in the company's existing business and support the expansion of investment in new projects in the future. This will result in the company's being able to make a profit and set a trend for better operations in the future.

7.2. Increase the company's financial liquidity, pay debts and used as working capital.

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

The money received from the capital increase will be used to support the expansion of investment and working capital, giving the company the ability to generate general income and increase profitability, creating value for shareholders and the company in the future.

9. Dividend policy and the right to receive dividend of the newly issued shares:

The company has a policy to pay dividends at the rate of approximately 30 percent of net profit each year after deducting all reserves. The dividend payment must not affect operations, financial condition, liquidity, business expansion, necessity, other appropriateness any future and other factors related to the management of the Company as the Board of Directors deems appropriate. However, such action must be of the greatest benefit to the shareholders.

The subscriber of the capital increase shares this time will have the right to receive dividends from the operation starting from the subscriber of the newly issued ordinary shares has been registered as a shareholder of the company.

10. Other details necessary for the shareholders to consider for investment in the Company' share:

- N/A -

Part 2 Information of Begistics Public Company Limited

1. Name and address of listed company

Name : Begistics Public Company Limited.
 Trade Symbol : B
 Business : Domestic transportation and logisticsAddress :
 Address : 52 Thaniya Plaza 28th Floor,
 Silom Road, Suriyawong, Bangrak, Bangkok 10500
 Registration No. : 0107545000357
 Website : <http://www.begistics.co.th>

2. Business Type and Operation

2.1 Company Background

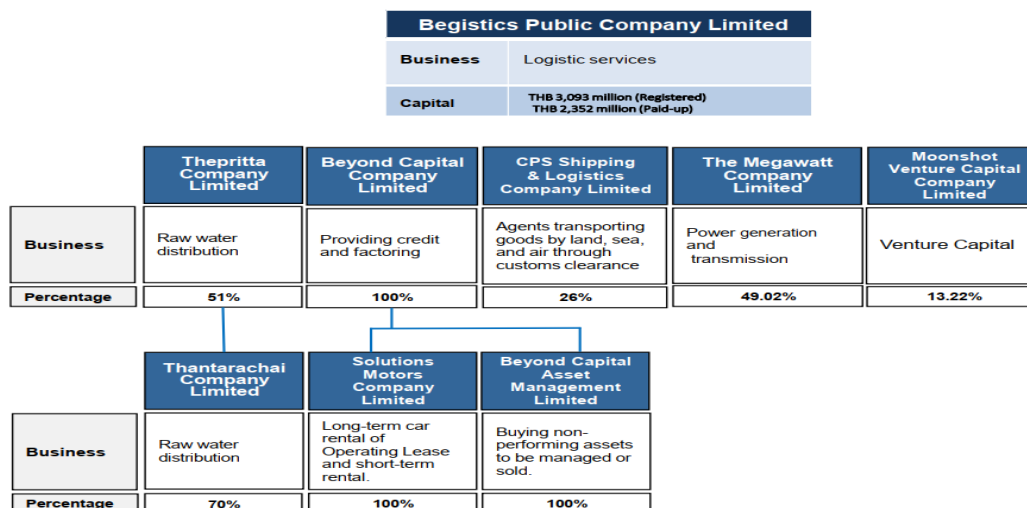
The main business of the company at present is the main business is land transportation. The Board of Directors' Meeting No. 4/2022 held on March 8, 2022 resolved to approve the purchase of semi-trailer trucks (tractors and trailers) from Complete Transport Co., Ltd., amounting to 29 units, total price of 52.2 million baht, ready to transfer move employees, customer base and sub contract base. The purpose of this investment is to expand the company's transportation business capabilities including expanding the transportation base according to the customer's area.

2.2. Business Overview

Begistics Public Company Limited is a logistical service provider that consists of:

1. Domestic transportation services with front loading tractors and rear loading tractors to supports a wide variety of cargo handling. This includes containers, bulk cargo and large containers.
2. Logistics management services for various projects (Project Management).
3. Trade Consultant Service.

2.3 The Company's shareholding structure as of April 19, 2023 can be summarized as follows:



3. Revenue Structure.

The revenue structure Classified by business type for the year ended 2020 - 2022 as follows:

At the end of 2021, the company had a total income of 360.89 million baht, an increase of 11.35 million baht compared to the same period of the year 2020 with an income of 349.54 million baht, which in 2021 the company had income from providing services - Port Business 11.44 million baht. Income from domestic transportation business in the amount of 151.73 million baht, income from logistics business in the amount of 4.43 million baht, profit from the sale of fixed assets and port leasehold rights in the amount of 113.30 million baht and other incomes in the amount of 79.98 million baht.

At the end of 2022, the company had a total income of 330.20 million baht. Comparative total income at the end of 2021 decreased by 30.68 million baht. Income from domestic transportation business in the amount of 150.06 million baht. Income from logistics business in the amount of 4.69 million baht. Profit from the sale of fixed assets and leasehold rights of the pier in the amount of 7.89 million baht. Investments in associated companies amounting to 82.30 million baht and other income 85.30 million baht.

Revenue	2020		2021		2022	
	Revenue	%	Revenue	%	Revenue	%
	(thousand baht)		(thousand baht)		(thousand baht)	
1. Wharf business, cargo depot, and service charges for bonded goods	37,662	10.77	11,442	3.17	-	-
2. Domestic transportation business and related services	175,302	50.15	151,733	42.04	150,061	45.45
3. Logistics service business	103,556	29.25	4,430	1.23	4,697	1.42
4. Profit from the sale of fixed assets and pier leasehold rights	-	-	113,307	31.40	7,891	2.39
5. Profit from sales Investments in Associated Companies	-	-	-	-	82,258	24.91
6. Other income ¹⁾	33,022	9.43	79,984	22.16	85,301	25.83
Total Income	349,542	100	360,896	100	330,208	100

Remark: ¹⁾ Other income is being a car dealer of all kinds rental and leasing, revenue from raw water sales, profit (loss) from exchange rate and interest income, etc.

4. Characteristics of products and services

Domestic transportation business and related services.

The Company has plans to expand its integrated logistics business starting from the domestic transportation business in December 2015, the truck and crane maintenance center is located at 273/15 Moo 6, Bypass Road, Km. 94-95, Surasak Subdistrict, Sriracha District, Chonburi and has provided trucks and cranes to serve customers. The Company has hired skilled personnel to operate the business such as truck drivers, cranes, maintenance technicians, etc. to support the businesses.

The company started to provide domestic transportation services with tractor-trailer trucks in 2015 and to expand the scope of services to customers who already use the service of international transportation with the company. business by relying on expertise in the management of the Company's transportation system in order to provide services to customers who want to move goods in the country by road with tractor-trailer trucks as well. At the end of 2022, the Company has 66 tractor-trailer trucks comes for use in placing containers and a flat floor that can be used to place containers or place products directly on a trailer for the service of moving goods in the country of the company, there is a route for service from the manufacturer's factory to the loading point for preparing to export from the country and from the loading point for importing goods from abroad to the factory or Various destinations in the country, including moving goods from origin to various destinations in the country as the customer wants.

5. Industries and Competition

Domestic transportation business and other related services.

The competition in the transportation business in Thailand is quite competitive. There are many service providers, but few are able to provide one-stop service. This is the company's policy and goal, which will create a competitive advantage competition make customers choose to use the company's services even more. The company tries to create a good service system, intensive service quality control system and occupational safety and health care to differentiate from competitors and attract customers to use the services.

6. Customers and target customers

Domestic transportation business and related services.

The company started to provide domestic transportation services starting from customers who used to use our ports and warehouses. Containers are transported between Laem Chabang Port and/or other ports. In addition, the Company has also expanded its customer base to various industrial plants in nearby areas.

7. Competitive Strategy

Domestic transportation business and related services.

Due to the original customer base of the company uses the service of berths and warehouses. There is a need for domestic transportation services which the company offers additional integrated transportation services to provide customers with convenient services and can reduce the cost of transportation. In terms of new customer groups, the company offers a comprehensive service. This makes it possible to reduce costs and increase logistics efficiency. This will incentivize new customers to use the service with the company even more. In addition, the company also focuses on the quality of service, occupational safety and health. This will give customers confidence in the service of the company.

In addition to providing one-stop logistics services, the company has also created trade alliances. in order to expand the customer base more From the past period, it can be considered that the company can develop its services to new customers. to create customer satisfaction until it is accepted

8. Price Policy and Distribution Channels

The company has a policy to offer reasonable prices to customers considering supply and demand market condition and the amount of service used is important. This generally depends on the number or size of the products used for the service. In addition to the number of times to use the service of that customer, if the service is used regularly, the company will have a discount. In addition, the company has a price policy that is fair to all customers.

For distribution channels of domestic transportation business and other related services

The company started to provide domestic transportation services to customers who used to use the port service and the former warehouse. In addition, the company also uses the business base that it has in the eastern region and offer domestic transportation services to industrial factories in the area.

9. Supply of Products or Services

The company has provided trucks to meet the growing demand for domestic transportation services of customers and also provided a number of additional logistics partners to increase the potential of services and effectively manage the cost of services and providing service tools and equipment such as cranes, large and small forklifts for containers from both domestic and foreign dealers, with the company considering the quality up-to-date technology equipment used to provide services to customers to get fast service and effective.

In addition to the above trucks, tools and equipment, the employee are one of the most important aspects of the company's business operations. The company has provided quality employee and has a policy to keep employee working with the company in the long term.

10. Environmental impact

The Company has monitored the environmental impact that may occur from its business operations, such as the quality of water, noise, air, etc., by continually and strictly monitoring the environmental quality. The Company hired Emex Associates Co., Ltd. to investigate in the impact. The company must submit the results of the inspection of such impacts to the Marine Department on a regular basis. In the past 10 years, the Company has complied with the law and has not caused any problems to the environment.

In addition, the company plans to upgrade existing trucks to Electrical Vehicle (EV) systems by starting and gradually improving all of the company's trucks from petrol engines to electric vehicles by 2025. This will immediately reduce operating costs with both providing a complete charging and battery management system to reduce operating costs and earn new income by adding carbon credits for generating revenue and develop into management of electric power systems for the overall transportation business in addition to using EV technology to reduce operating costs within the company.

At the present the company plans to upgrade its tractor trucks to electric vehicles by the second quarter of 2025. A working group has been set up to study the management of business operations to add value to carbon credits and implement Business Operations for Earning Carbon Credits, the working group has been set up to prepare for the procurement and investment of smart battery management systems to support business operations for supporting logistics businesses. It is expected to start earning from carbon credit sales and system management services from electricity for the transportation business as a whole by the beginning of 2025.

11. Company assets and subsidiaries assets.

The main assets used in the Company's business are fixed assets and licenses or operating contracts which are detailed as follows:

Fixed assets which has a net book value as of September 30, 2021, amount 393.10 million baht, consisting of

Unit :Thousand Baht

Type of Assets	Net book value as of December 31, 2022	Ownership	Obligation
1. Investment property	58,365	Owner	None
2. Land	143,322	Owner	None
3. Buildings improvements	93	Owner	None
4. Utilities	27,877	Owner	None
5. Machinery and equipment	798	Owner	None
6. Decoration fixtures and office equipment.	1,564	Owner	None
7. Vehicles	55,522	Owner	from the contract of hire
8. Work in progress	-	Owner	None
Total	338,547		

12. Licenses and operating contracts.
License for non-fixed route transport with a vehicle used for the transport of animals or things

Counterparty	:	The licensee is the Department of Land Transport. The applicant is Begistics Public Company Limited.
Period	:	5 years from 6 July 2021 to 5 July 2026 License No. KorThor. 249/2564 (renewed version)
Description	:	Permission for the company to operate non-fixed route transport business according to the Land Transport Act, B.E. 2522 There is a place to store, repair and maintain cars at the title deed area no. 58293, Surasak Sub-district, Sriracha District, Chonburi.

13. Details of Directors, Management Team and the top 10 shareholders.
Board of Directors.

The Company's structure consists of the Board of Directors, Audit Committee, Nomination and Remuneration Committee, Risk Management Committee and the Executive Committee.

1. Board of Directors.

As of April 19, 2023, the Board of Directors consists of 8 members as follows:

No.	Name	Position
1	Pol.Lt.Gen. Somkid Boontanom	Director, Chairman of the Board of Director
2	Miss Suttirat Leeswadtrekul ^{/1}	Director, 1 st Vice Chairman, Chairman of the Nomination and Remuneration Committee and Executive Director
3	Pol.Mal.Gen. Prapass Piyamongkol	Independent Director, 2 nd Vice Chairman and Chairman of the Audit Committee
4	Mr. Panya Boonyapiwat ^{/1}	Director, Chairman of the Executive Committee, Chairman of Risk Management Committee and Chief Executive Officer
5	Mr. Pairoj Waiwanijchakij	Director, Executive Director and Risk Management Committee
6	Mr. Smith Leammanee	Independent Director, Audit Committee Nomination and Remuneration Committee and Risk Management Committee
7	Mr. Jakarat Lertopas	Independent Director and Nomination and Remuneration Committee
8	Ms. Chayasinee Tienthong	Independent Director and Audit Committee

Note: ^{/1} Authorized Directors for company's authorized signatories.

2. Audit Committee

As of April 19, 2023, the Audit Committee consists of 3 members as follows:

No.	Name	Position
1	Pol.Mal.Gen. Prapass Piyamongkol	Audit Committee Chairman
2	Mr. Smith Leammanee	Audit Committee
3	Ms. Chayasinee Tienthong	Audit Committee

3. Nomination and Remuneration Committee.

As of April 19, 2023, the Nomination and Remuneration Committee consists of 3 members as follows:

No.	Name	Position
1	Miss Suttirat Leeswadtrekul	Chairman of the Nomination and Remuneration Committee
2	Mr. Smith Leammanee	Nomination and Remuneration Committee
3	Mr. Jakarat Lertopas	Nomination and Remuneration Committee

4. Risk Management Committee.

As of April 19, 2023, Risk Management Committee consists of 3 members as follows:

No.	Name	Position
1	Mr. Panya Boonyapiwat	Chairman of Risk Management Committee.
2	Mr. Pairoj Waiwanijchakij	Risk Management Committee
3	Mr. Smith Leammanee	Risk Management Committee

5. Executive Committee.

As of April 19, 2023, Executive Committee consists of 4 members as follows:

No.	Name		Position
1	Mr. Panya	Boonyapiwat	Chairman of Executive Committee
2	Miss Suttirat	Leeswadtrekul	Executive Committee
3	Mr. Pairoj	Waiwanijchakij	Executive Committee
4	Ms. Peeraya	Potiprasart	Executive Committee

Company Management.

As of April 19, 2023, Executive Committee consists of 5 members as follows:

No.	Name		Position
1	Mr. Panya	Boonyapiwat	Chief Executive Officer
2	Miss Peeraya	Pothiprasart	Chief Financial Officer
3	Ms. Yuppadee	Koopetngarm	Chief Services Officer, Company Secretary
4	Mr. Atthapon	Sanon	Director of Accounting and Finance
5	Ms. Kanmanee	Somnu	Director of Transportation Operations

List of top 10 Major Shareholders as of 25, 2023 (Record Date)

Data from Thailand Securities Depository Company Limited (TSD) as follows;

Name	Shares	%
1. Millcon Steel Public Company Limited	194,768,833	5.63
2. Ms. Thanika Tangpoonphonwivat	187,629,399	5.42
3. Thai NVDR Company Limited	104,079,759	3.01
4. Mrs. Areerat Leesawadtrakul	85,737,000	2.48
5. Mr. Sittichai Leesawadtrakul	82,962,633	2.40
6. Mrs. Pornwipha Wongpaitoonpiya	35,529,200	1.03
7. Mr. Thawat Tantimeth	31,000,000	0.90
8. Mr. Thananont Triamchanchai	30,556,300	0.88
9. Thanawarin Company Limited	26,346,933	0.76
10. Mr. Narat SuktinThai	25,300,000	0.73
Total	803,910,057	23.23

Notes: total shares of 3,460,259,199 shares, sources of <https://www.setlink.set.or.th/main>

14. Historical-3-year of Capital Increase and Dividend payment

Share capital

(Unit : Baht)

year	Registered capital before change	Change	Registered capital after change	Paid-up capital before change	Change	Paid-up capital after change
2020	1,757,131,698.04	(281,595,361.00)	1,475,536,337.04	904,019,533.88	-	904,019,533.88
2021	1,475,536,337.04	267,542,188.60	1,743,078,525.64	904,019,533.88	533,812,016.28	1,437,831,550.16
2022	1,743,078,525.64	1,350,363,544.56	3,093,442,070.20	1,437,831,550.16	915,144,705.16	2,352,976,255.32

15. Historical Record of Dividend Payment in the past 3 years

The company has a dividend payment policy of approximately 30 percent of its net profit each year, but in the past 3 years, the company has not paid dividends to its shareholders because the company still has accumulated loss.

16. Information of Subsidiaries and Associated Company.

Begistics Public Company Limited					
Business	Logistic services				
Capital	THB 3,093 million (Registered) THB 2,352 million (Paid-up)				

	Thepritta Company Limited	Beyond Capital Company Limited	CPS Shipping & Logistics Company Limited	The Megawatt Company Limited	Moonshot Venture Capital Company Limited
Business	Raw water distribution	Providing credit and factoring	Agents transporting goods by land, sea, and air through customs clearance	Power generation and transmission	Venture Capital
Percentage	51%	100%	26%	49.02%	13.22%

	Thantarachai Company Limited	Solutions Motors Company Limited	Beyond Capital Asset Management Limited
Business	Raw water distribution	Long-term car rental of Operating Lease and short-term rental.	Buying non-performing assets to be managed or sold.
Percentage	70%	100%	100%

Business Operations of Subsidiary Companies

Company Name	Office Location	Shareholding portion of the Company	Paid-up Capital (MB)	Registered Capital (MB)	Paid-up Shares (Shares)	Par Value (Baht)
Subsidiaries Company						
1. Thepritta Company Limited	No. 63 Moo. 11 Tambon Bueng Thonglang, Lam Luk Ka District, Pathum	51%	40	40	400,000	100

The Board of Directors Meeting No. 7/2021 of Begistics Public Company Limited (“the Company”), held on May 11, 2021, resolved to approve the purchase of the newly issued ordinary shares of Thepritttha Company Limited. (“TT”) (“Seller”) of 204,000 shares at a price of 294.11 baht per share (par value of 100 baht) or 51% of the total registered capital, total amount of 60 million baht and approved for Beyond Capital Company Limited (“Subsidiary”) to grant a loan to Thepritttha Company Limited (“TT”) in the amount of 30 million baht to purchase ordinary shares of Thantarachai Company Limited (“TTRC”), amounting to 35,000 shares, representing 70 percent of the total issued shares

2. Beyond Capital Co.,Ltd,	52 Thaniya Plaza Building, 28 th Floor, Silom, Suriyawong, Bangrak, Bangkok 10500	100%	140	140	1,400,000	100
On April 29, 2019, the shareholders' meeting resolved to approve the establishment of Beyond Capital Company Limited (a subsidiary) in which the Company acquired 100% of the shares, registered capital of 10,000,000 baht, total shares 100,000 shares, par value of 100 baht per share. and registered the establishment of a subsidiary with the Department of Trade Registration, Ministry of Commerce on June 13, 2019.						
3. Solutions Motors Company Limited. ("SM")	27/18 Moo 1, Bang Nam Chuet, Mueang, Samut Sakhon 74000	100%	64	64	640,000	100
The Board of Directors Meeting No. 2/2021 of Begistics Public Company Limited ("the Company") held on 29 January 2021 resolved to approve Beyond Capital Company Limited (Subsidiary Company), a subsidiary of the company to purchase the ordinary shares of Solutions Motors Company Limited ("SM") in the amount of 640,000 shares at the price of 187.50 baht per share, total value of 120 million baht from Complete Transport Company Limited ("Seller"), at a par value of 100 baht per share, accounting for 100% of the registered capital.						
4. Beyond Capital Asset Management Company Limited.	356 W. One Building, 2nd Floor, Narathiwat Ratchanakarin Road Chong Nonsi, Yannawa, Bangkok	100%	25	25	250,000	100
The Board of Directors' Meeting No. 9/2022 of Begistics Public Company Limited ("Company") held on September 9, 2022 resolved to approve Beyond Capital Company Limited (subsidiary), a subsidiary of company Acquisition of 250,000 ordinary shares of Beyond Capital Asset Management Co., Ltd. at a price of 152 baht per share, total value of 38 million baht, from H-Doo Thailand Co., Ltd. ("Seller") at a par value of 100 baht per share. is 100 percent of the						
Associate						
5. CPS Shipping & Logistics.co.ltd	55/5 A.A. Capital Ratchada Building, 6th Floor, Ratchadapisek Road, Din Daeng Subdistrict, Din Daeng District, Bangkok 10400	26%	18	18	180,000	100
On September 25, 2018, the Executive Committee Meeting No. 9/2018 passed a resolution approving the investment in CPS Shipping and Logistics Company Limited in the proportion of 26% of the paid-up capital amount 46,800 shares at a price of 100 baht per share, totaling 4,680,000 baht on November 13, 2018.						

6. The Megawatt Company Limited.	52 Thaniya Plaza Building, 28th Floor, Silom Road, Suriyawong, Bangrak, Bangkok 10500	70.16%	2,346	2,346	23,460,000	100
<p>The Board of Directors Meeting No. 11/2020 of Begistics Public Company Limited (“the Company”), held on Saturday, October 10, 2020, resolved to approve the Company to invest in The Megawatt Company Limited (“Megawatt”) together with 4 other investors, namely Millcon Steel Public Company Limited (“Millcon”), Wave Entertainment Public Company Limited, Ms. Pui Man Lee and Mr. Thanarat Pasawong (“Joint Ventures”), whereby the Company will be ordinary shareholders of MW, amounting to 1,250,000 shares, with a par value of 100 baht per share, totaling an investment of 125,000,000 baht, representing a percentage of 5 of the target registered capital of Megawatts according to the registered special resolution to increase the amount of capital 2,500,000,000 baht and accounted for the total investment of the Company in the Megawatts 12.49% of the registered capital of the megawatts 1,001,000,000 baht (registered capital of Megawatts after the company's investment)</p>						
<p>Subsequently, the Board of Directors Meeting No. 6/2021, held on April 9, 2021, resolved to approve additional investment in Megawatt by 1,250,000 shares with a par value of 100 baht per share, totaling an investment of 125 million baht, representing 5% of the target registered capital of Megawatt as registered by a special resolution to increase capital. 2,500,000,000 baht and accounted for the total investment of the Company in the Megawatts at 22.20% of the registered capital of the Megawatts 1,126,000,000 baht (registered capital of Megawatts after additional investment of the Company)</p>						
<p>The Board of Directors Meeting No. 12/2021 convened on August 9, 2021, resolved to approve in principle for the Company to invest in additional Megawatts in the amount of 2,500,000 shares with a par value of 100 baht per share, total investment is 250,000,000 baht, whereby the company will have a stake in Megawatts accounted for 36.34 percent of the registered capital of Megawatts 1,376,000,000 baht (registered capital of Megawatts after the Company's additional investment).</p>						
<p>The Company's Board of Directors' Meeting No. 4/2022 held on March 8, 2022 resolved to approve the Company's additional investment in Megawatts of 3,500,000 shares at a par value of 100 baht per share, totaling money Invest 350,000,000 baht in which the Company has investment proportion in Megawatts representing 49.25 percent of the registered capital of Megawatts of 17,260,000 baht (registered capital of megawatts after the Company's additional investment)</p>						
<p>The Company's Board of Directors' Meeting No. 7/2022 held on July 8, 2022 resolved to approve the Company's additional investment in Megawatts of 3,000,000 shares at a par value of 100 baht per share, totaling money Invest 300,000,000 baht in which the Company has investment proportion in Megawatts representing 49.02% (equivalent to 46% of the target registered capital of Megawatts according to the special resolution of the capital increase of 2,500 million baht)</p>						
<p>The Board of Directors Meeting No. 3/2023 of the Company held on March 10, 2023 resolved to approve the Company to invest in megawatts. The Company will purchase not more than 4,960,000 shares, representing 21.14 percent of the total shares of Megawatts at 23,460,000 shares, at a price not exceeding 115 baht per share, totaling 570,400,000 baht. The Company will purchase ordinary shares of Megawatts from the shareholders. 3 existing shares.</p>						

Related Companies						
7. Moonshot Venture Capital Company Limited	52 Thaniya Plaza Building, 28th Floor, Silom Road, Suriyawong, Bangrak, Bangkok 10500	13.22%	378	378	3,780,000	100
<p>The resolution of the Executive Committee Meeting No. 8/2018 held on August 24, 2018 approved for Begistics Public Company Limited (“the Company”) to invest in Moonshot Venture Capital Company Limited (“Moonshot”) in the proportion of 3% of the registered capital of 1,000 million baht of Moonshot and not exceed 30 million baht.</p>						
<p>The resolution of the Board of Directors Meeting No. 8/2019, held on August 1, 2019, approved for Begistics Public Company Limited (“the Company”) to invest in the newly issued ordinary shares of Moonshot Venture Capital Company Limited. (“Moonshot”), an additional 10% of the paid-up capital of the Moonshot, amounting 200,000 shares, at a price of 100 baht per share, totaling not exceed 20,000,000 baht with par value.</p>						
<p>Therefore, the company invested through the purchase of new ordinary shares in Moonshot, totaling 500,000 shares, at a price of 100 baht per share, totaling 50,000,000 baht with par value.</p>						

Part 3 Financial Information Begistics Public Company Limited

(Unit : thousand baht)

Consolidated Financial Statements					
	For the year ended December 31				
	2022	2021	2020	2019	2018
Asset					
Current assets					
Cash and cash equivalents	6,541	19,705	6,394	225,361	323,599
Trade and other current receivables - net	218,863	166,529	159,927	74,920	120,170
Debtor payable within one year	1,999	-	-	-	-
Short-term loans and accrued interest to related parties	6,109	200	-	-	-
Short-term loans and accrued interest to associates	-	-	97,030	-	-
Short-term loans and accrued interest to other parties - net	-	-	-	-	-
Advance payment for shares	-	-	-	-	-
Current year tax assets	-	-	5,338	6,287	8,085
Other current financial assets	-	-	9,000	150,043	-
Other current assets	6,888	5,971	785	529	11,649
Total current assets	240,400	192,405	278,474	457,140	463,503
Non-current assets					
Other non-current financial assets	50,000	50,000	150,182	34,180	16,677
Bank deposits pledged as collateral	1,623	1,695	47,788	40,017	-
Investments in subsidiaries		-	-	-	-
Investments in Associated Companies	1,263,776	435,891	52,931	65,705	6,370
Long-term loans and accrued interest to associates	-	109,085	-	-	-
Long-term loans and accrued interest to subsidiaries	-	-	-	-	-
Long-term loans and accrued interest to other companies	141,040	-	-	-	-
Installment accounts receivable	8,774	-	-	-	-
Investment property	58,365	58,365	58,365	58,365	58,365
Property, plant and equipment - net	280,182	340,391	173,760	236,076	182,094
Right-of-use assets - net	189,502	994	153,389	-	-
Leasehold rights - net		-	-	24,835	27,592
Intangible assets - net	99,463	84,048	1,113	415	333
Other non-current assets	80,377	80,354	20,726	14,940	46,427
Total non-current assets	2,173,102	1,160,824	658,254	474,533	337,858
Total assets	2,413,502	1,353,229	936,728	931,673	801,361

Consolidated Financial Statements					
	For the year ended December 31				
	2022	2021	2020	2019	2018
Liabilities and Equity					
Current liabilities					
Trade and other current payables	110,424	37,104	56,582	64,241	91,227
Portion of lease liabilities due within one year	31,902	27,521	45,885	29,331	16,599
Accrued rent payable within one year	-	-	-	24,686	24,686
Other current liabilities	2,646	2,781	966	392	532
Total current liabilities	144,972	67,406	103,433	118,650	133,044
Non-current liabilities					
Lease liabilities - net	72,059	82,000	207,093	80,766	50,498
Accrued rent		-	-	49,254	57,470
Non-current provisions for employee benefits	1,938	1,735	1,315	270	191
Other non-current liabilities	26,977	27,037	300	123	-
Total non-current liabilities	100,974	110,772	208,708	130,413	108,159
Total Liabilities	245,946	178,178	312,141	249,063	241,203
Equity					
Share capital					
Registered capital	3,093,442	1,743,079	1,475,536	1,757,131	883,349
Issued and paid-up capital	2,352,976	1,437,832	904,020	904,020	592,797
Premium (deficit) of share value	(272,294)	(267,007)	(97,025)	(97,025)	63,163
Accumulated profit (loss)					
legal reserve	-	-	-	-	-
Accumulated loss	17,802	(53,905)	(182,421)	(124,396)	(95,810)
Other components of equity	-	-	13	11	8
Non-controlling interests	69,072	58,131	-	-	-
Total Equity	2,167,556	1,175,051	624,587	682,610	560,158
Total Liabilities and Equity	2,413,502	1,353,229	936,728	931,673	801,361

(Unit : thousand baht)

Statement of Comprehensive Income					
	For the year ended December 31				
	2022	2021	2020	2019	2018
Income					
Service income	214,522	216,758	340,832	384,403	560,568
Interest income	2,873	1,193	4,426	6,360	-
Profit from the sale of fixed assets	12,582	13,580	-	-	-
Gain on sales of investments in associated companies	82,258	-	-	-	-
Profit from sale of fixed assets and pier leasehold rights	-	99,727	-	-	-
Foreign exchange profit	11,285	17,639	-	-	-
Other income	6,688	11,999	4,284	2,073	10,270
Total income	330,208	360,896	349,542	392,836	570,838
Expenses					
Service cost	(180,392)	(177,658)	(307,955)	(350,183)	(548,563)
Selling expenses	(761)	(533)	-	-	-
Administrative expenses	(89,009)	(82,745)	(68,957)	(60,418)	(69,049)
Doubtful debt	(5,337)	(645)	(4,852)	(6,931)	-
Financial cost	(5,695)	(8,551)	(12,098)	(5,225)	(3,928)
Total cost	(281,194)	(270,132)	(393,862)	(422,757)	(621,540)
Share of profit (loss) from investments in associated companies	19,108	27,456	(12,750)	1,995	2,139
(Loss) before income tax	68,122	118,220	(57,070)	(27,926)	(48,563)
(Expense) income tax income	(486)	(2,082)	(24)	(660)	(449)
Profit (loss) for the year	67,636	116,138	(57,094)	(28,586)	(49,012)
Sharing (Loss)					
Owned by the parent company	71,395	116,268	(57,094)	(28,586)	(49,012)
Non-controlling interests	(3,759)	(130)	-	-	-
	67,636	116,138	(57,094)	(28,586)	(49,012)

(Unit : thousand baht)

Cash Flow Statement					
	For the year ended December 31				
	2022	2021	2020	2019	2018
Cash flow from operating activities					
Profit (loss) for the year	67,636	116,138	(57,070)	(27,926)	(48,563)
Adjusted to reconcile net profit (loss) to net cash acquired (used).					
Depreciation and debit expenses	35,225	29,032	18,611	27,231	33,669
Amortization of right-of-use assets	2,714	9,957	26,456	-	-
Allowance for asset impairment (reversal)	-	(4,362)	-	-	-
Doubtful debts (reversal)	(5,938)	(1,804)	-	-	-
Doubtful debt	5,337	-	2,141	6,929	-
Employee benefit expenses	515	406	226	79	154
Unrealized (gain) loss from foreign exchange	(11,285)	17,639	5,607	103	156
(Profit) loss from contract termination	(11)	-	-	-	-
(Profit) loss from sale of fixed assets and pier leasehold rights	(12,582)	(113,282)	(2,475)	170	(788)
(Gain) from disposal of current financial assets	-	(6,013)	(314)	-	(782)
(Gain) loss from sales of investments in associated companies	(82,258)	-	-	-	-
Loss on retirement of intangible assets	90	705	-	-	-
Share of profits in associates	(19,108)	(27,456)	12,750	(1,995)	(1,690)
Interest income	(2,873)	(1,193)	(2,289)	(6,360)	(929)
Interest expenses	5,713	8,551	14,235	5,225	3,928
Income tax	486	2,082	-	-	-
Profit (loss) from operations before changes in assets					
Operating assets (increase) decrease					
Trade accounts receivable and other receivables decreased.	20,583	64,287	(86,419)	38,196	(106,932)
Other current assets (increase) decrease	(917)	7,561	(255)	11,119	(3,571)
Other non-current assets (increase) decrease	(137)	(743)	(279)	(119)	(276)
Operating liabilities increase (decrease)					
Current trade and other payables (decrease)	4,820	(81,718)	(7,210)	(27,025)	74,600
Accrued rent (decrease)	-	-	-	(8,215)	(8,215)
Other current liabilities increased	(132)	654	574	(140)	532
Other non-current liabilities increased.	37	2,882	176	4,324	(200)
Adjustments for impairment losses recognized in profit or loss	-	-	4,362	-	-
Net cash flow from operations	7,984	23,323	(71,173)	21,596	(58,907)
Cash paid for employee benefits	-	(760)	(112)	-	-
Income tax	-	-	779	-	-
Income tax	(472)	1,948	(5,631)	(6,287)	(8,085)
Net cash flows from (used in) operating activities	7,512	24,511	(76,137)	15,309	(66,992)

Cash Flow Statement					
	For the year ended December 31				
	2022	2021	2020	2019	2018
Cash flows from investing activities					
Cash earning interest	991	160	1,915	6,360	929
Proceeds from sale of investment units in open-ended funds	-	100,195	-	-	-
Proceeds from sale of investments	-	15,000	-	-	-
Proceeds from sale of joint investments	2,300	-	-	-	-
Restricted deposits (increase)	72	46,847	(7,771)	(368)	(34,942)
Proceeds from sales of investments in available-for-sale securities	-	-	-	-	18,380
Cash paid for purchase of investments in subsidiaries	-	(180,400)	-	-	-
Long-term loans to associated companies	-	(58,178)	-	-	-
Long-term loans to other companies	(22,000)	-	-	-	-
Cash paid for short-term loans to related parties	(10,451)	-	-	-	-
Cash received from short-term loans to related parties	4,542	-	-	-	-
Short-term loans to related parties	-	2,438	(101,464)	-	-
Cash paid for capital increase in associated company	(741,250)	(342,250)	-	(58,000)	-
Cash paid for purchase of investments in subsidiaries	-	-	-	-	(4,680)
Cash paid for the purchase of investment Units in stocks - not listed on the stock exchange	-	-	(125,000)	(17,500)	(16,500)
Cash paid for purchasing investment units in open-end funds	-	-	150,357	(150,000)	-
Cash paid for the purchase of land building and equipment	(157,763)	(33,029)	(7,866)	(5,444)	(5,701)
Cash paid for improvement of leasehold rights	(958)	-	-	-	-
Proceeds from sale of land Building and equipment-Leasehold right of the port	41,627	279,787	16,899	1,505	2,495
Proceeds from sale of investment properties	-	-	-	-	167,960
Cash paid for the purchase of intangible assets	(15,550)	-	(179)	(359)	(483)
Cash paid for short-term loans to other parties	-	-	-	(150,000)	-
Proceeds from repayment of short-term loans to other parties	-	-	-	150,000	-
dividend	973	-	-	-	-
Net cash flows from (used in) investing activities	(897,467)	(169,430)	(73,109)	(223,806)	127,458
Cash flows from financing activities					
cash pays interest	(5,713)	(8,551)	(14,389)	(5,166)	(3,917)
Cash payments for liabilities under lease agreements	(42,065)	(198,697)	(55,337)	(35,610)	(14,294)

Cash Flow Statement					
	For the year ended December 31				
	2022	2021	2020	2019	2018
Cash received from capital increase in subsidiaries (from non-controlling interests)	14,700				
Cash received from capital increase	909,857	363,830	-	151,035	258,395
Proceeds from short-term loans from financial institutions	-	-	5,515	-	-
Cash paid for short-term loans from financial institutions		(6,161)	(5,515)	-	-
Net cash flows from (used in) financing activities	876,779	150,421	(69,726)	110,259	240,184
Net increase (decrease) in cash and cash equivalents	(13,176)	5,502	(218,972)	(98,238)	300,650
Cash and cash equivalents at the beginning of the year	19,705	6,394	225,361	323,599	22,949
Cash and cash equivalents received from acquisition of subsidiaries	-	7,809	-	-	-
Effects of foreign exchange rates	12	-	5	-	-
Cash and cash equivalents at the end of the year	6,541	19,705	6,394	225,361	323,599
More Information on Cash Flow Statements					
Lease payable decreased from the sale of right-of-use assets.	-	(160,465)	-	-	-
Lease payable increased from right-of-use assets	23,949	3,116	67,200		
Right-of-use assets decrease (increase)	(23,949)	-	-	-	-
decrease in right-of-use assets	755	-	-	-	-
Lease payable decreased from contract termination.	(755)	-	-	-	-
Property, plant and equipment decreased from being transferred to intangible assets.	-	75	-	-	-
Other current payables increased from purchase of investments in associated companies.	68,500	-	-	-	-
Other current receivables increased from the sale of associates.	(79,958)	-	-	-	-

Financial ratio

Financial Ratio	Unit	For the year ended December 31			
		2022	2021	2020	2019
<u>Liquidity ratio</u>					
Liquidity ratio	equal	1.66	2.85	2.69	3.85
Quick ratio	equal	1.57	2.76	1.61	2.42
Cash flow liquidity ratio	equal	0.07	0.33	-0.74	0.12
Account Receivable Turnover Ratio	equal	1.11	0.43	1.78	4.84
Average collection period	day	327.86	843.34	202.39	74.45
Payable turnover ratio	equal	2.45	3.79	5.44	3.42
Repayment period	day	149.25	96.24	67.06	106.75
<u>Profitability ratio</u>					
Margin	%	15.91%	18.04%	9.4%	9%
Operating profit margin	%	-25.94%	27.27%	-7.8%	-5%
Cash to Earnings Ratio	%	-13.50%	112.66%	-165.6%	34%
Net profit margin	%	30.18%	35.85%	-16.3%	-7%
<u>Efficiency ratio</u>					
Return on assets	%	3.92	12.41%	-4.6%	-3%
Rate of Return on Fixed Assets	%	33.15%	95.90%	-20.8%	-1%
Asset turnover	equal	0.12	0.22	0.36	0.45

Subscription Form for Newly Issued Ordinary Shares of Begistics Public Company Limited.

Bill Payment

Certificate of the Subscription Entitlement issued by Thailand Securities Depository Co., Ltd.
(Provided in a separate document)

Additional Subscription Documents
Only for the Subscriber Wishing to Deposit the Securities into the Issuer Account

Map to the venue for subscription for the Newly Issued Ordinary Shares

Shareholders can subscribe the newly issued ordinary shares at the following contact information:

Operation Securities Department

Beyond Securities Public Company Limited

46/7 Rungrojthanakul Building, Tower A, 12th Floor, Ratchadaphisek Road,

Huai Khwang Subdistrict, Huai Khwang District, Bangkok 10310,

Tel: 02-820-0100

BYD
BEYOND SECURITIES
PUBLIC COMPANY LIMITED

บริษัทหลักทรัพย์ บียอนด์ จำกัด (มหาชน)
Beyond Securities Public Company Limited

ที่อยู่สำนักงานใหญ่
เลขที่ 46/7 อาคารรุ่งโรจน์ธนกุล อาคาร A ชั้น 12 ถนนรัชดาภิเษก
แขวงห้วยขวาง เขตห้วยขวาง กรุงเทพมหานคร 10310

www.beyondsecurities.co.th Beyond Securities IR@beyondsecurities.co.th 02-820-0100

Subscription Period and Payment date

During May 12 - 16, 2023 from 9.00 hours to 15.30 hours (5 business days in total)

In addition, In the case of depositing personal checks or bank checks (cashier cheque) or bill of exchange (draft) through the Bill Payment system (at the counter of Bangkok Bank Public Company Limited), such checks must be dated the same date as the subscription date for newly issued ordinary shares and dated no later than June 15, 2023 only. And such checks must be collectable from the clearing house in Bangkok within the next business day only.