

TWZ Corporation Public Company Limited

Letter of notification of the allocation of convertible bonds

Details of subscription methods and payment of subscription for convertible debentures

Disclaimer: The allocation of the newly issued convertible debentures of TWZ Corporation Public Company Limited is an offering to the existing shareholders of the Company in proportion to their respective shareholdings (Rights Offering), Thai stocks and foreign shareholders. However, the Company reserves the right not to offer or allocate the newly issued convertible bonds in this offering to any shareholder. If the offering or allocation of convertible debentures to such shareholders would cause or cause the Company to have duties under foreign law. The newly issued convertible bonds are not registered and will not be registered under the U.S. Securities Act of 1933 (“**U.S. Securities Act**”) and will not offer for sale and allotment of newly issued convertible debentures to US persons (U.S. Persons as defined in Regulation S under the U.S. Securities Act) or to shareholders in the United States. Additionally, there will be no sale or offer for sale of newly issued convertible bonds in Canada, the People's Republic of China, South Africa, or in any other country where distribution of these materials would not be legal or may cause the Company to have any duties beyond the duty under Thai law. By offering and allocating newly issued convertible bonds to shareholders in any other country, this may apply only if the Company is exempt from permits and registration under the laws of that country; however, as the Company deems appropriate.

Procedures for subscribing for convertible debentures of

TWZ Corporation Public Company Limited

offered to the existing shareholders of the Company in proportion to their shareholding (Rights Offering)

1. Determine the subscription period and payment of subscription for convertible bonds

From 9:00 a.m. to 3:00 p.m. or via online system (e-RO) for 24 hours between 13 – 17 and 20 December 2021 (total of 6 business days)

2. Place for subscription and payment of subscription for convertible debentures

TWZ Corporation Public Company Limited (“the Company”) is the subscriber for the convertible debentures of this Company (“Convertible Debenture Subscription”). Each eligible existing shareholder can subscribe for convertible debentures at the head office of the convertible debenture subscriber from 9:00 a.m. – 3:00 p.m. or via online system (e-RO) for 24 hours between the 13 – 17 and 20 December 2021 (a total of 6 business days) at the address below:

Name	TWZ Corporation Public Company Limited
Address	No. 269 Ratchadaphisek Rd., Ratchadaphisek, Din Daeng, Bangkok 10400
Contact	Company secretary
Telephone	0-2275-9789
Fax	0-2275-9798

In the event that the shareholders wish to send the subscription form for the convertible debentures via registered mail request to submit documents such as convertible bond subscription form, convertible bond subscription certificate, and a check / cashier's check that is crossed payable **only by sending via registered mail to the place of purchase**. In this regard, the subscription documents must arrive at the company's office **by 3:00 p.m. on 17 December 2021** at the latest and for the convenience of the subscription. Please bracket that corner of the envelope “**Subscription for convertible debentures**”.

For shareholders in other provinces Please contact the securities company where you have an account for trading securities, by which your securities company will give advice and/or collecting subscription documents for the subscriber to subscribe for convertible bonds.

In addition to the convertible bond subscription at the head office of the convertible bond subscriber as mentioned above, each eligible existing shareholder can subscribe for shares online on the website www.investors-insight.com/twz/login.php as specified in section 3 “method of payment for the subscription of convertible bonds and the subscription for convertible bonds” in this issue.

3. Method of payment for the subscription of convertible bonds and the subscription for convertible bonds

3.1 Method of payment for the subscription of convertible bonds

The subscriber can pay for the subscription for convertible debentures in full amount of the subscription period from 9.00 a.m. – 3.00 p.m. or via online system (e-RO) for 24 hours between 13 – 17 and 20 December 2021 (total 6 business days) by the following methods:

1. Payment can be made in cash at the place of purchase. The subscriber can pay the subscription for convertible debentures at the place of subscription from 9.00 a.m. – 3.00 p.m. or via online system (e-RO) for 24 hours between 13 – 17 and 20 December 2021 (total 6 business days).
2. Payment by transferring money to Company account

Account name “TWZ Corporation Public Company Limited for Subscription”

Bank Ayutthaya Ratchadaphisek Branch (Olympia Thai Tower)

Account type Current

Account number 284-0-02185-6

The subscriber must submit the proof of subscription together with the original deposit slip for the convertible bond subscription to the Company **by 20 December 2021**, which is the last day of the convertible bond subscription.

In the case that the subscriber makes a subscription through the website system www.investors-insight.com/twz/login.php, the subscriber must select the payment method as “Transfer”. Along with attaching evidence of payment for the subscription of

convertible bonds in the system, then check the subscription information and save and/or print the proof of payment for the subscription as a supporting document for the subscription of convertible bonds.

3. Pay by check, cashier's check or draft

(A) Crossed out, payable only in name

"Account of TWZ Corporation Public Company Limited for subscription" which can be collected from Clearing House in Bangkok within 1 business day. It will be delivered with a subscription for convertible debentures and a certificate of subscription for convertible debentures at the place of purchase within 3 p.m. of the subscription period. Please date the check/cashier's check. according to the date of purchase but not later than 17 December 2021, including the name-surname and a contact phone number on the back of the cheque/cashier's check. In the event that the customer does not specify the name - surname and contact number on the back of the check / cashier's check or the Company cannot contact the customer. In the event that it cannot be collected, the Company reserves the right to subscribe for such convertible bonds.

(B) Draft, billable throughout the Kingdom, payable in the name of "Account of TWZ Corporation Public Company Limited for subscription".

(C) Please specify shareholder registration number (refer to the Certificate of Subscription Rights for Convertible Debentures (Attachment 2)) Name-surname and contact phone number on the back of the check, cashier's check or draft.

(D) Deadline for subscription in the case of payment by personal cheque, cashier's cheque, or draft, within 13 - 17 December 2021 from 9:00 a.m. - 3:00 p.m. only

(E) In the case that the subscriber makes a subscription through the website system www.investors-insight.com/twz/login.php, the subscriber must choose a payment method as "Check/Cashier Check/Draft" along with attaching proof of payment for the subscription of convertible bonds in the system, then check the subscription information. Then record and/or print proof of payment for the

subscription as a supporting document for the subscription of convertible bonds within 20 December 2021, which is the last day of the subscription for convertible bonds and the subscriber can reserve through the website 24 hours a day within the opening date of the purchase.

4. Payment via Internet Banking system to company account

Account name “TWZ Corporation Public Company Limited to subscribe for securities”

Bank Ayutthaya Ratchadaphisek Branch (Olympia Thai Tower)

Account type Current

Account number 284-0-02185-6

The subscriber must submit a document proof of the subscription together with the documents for payment of subscription via Internet Banking system sent to the Company within 20 December 2021, which is the last day of the subscription for convertible bonds. In the case that the subscriber makes a subscription through the website system www.investors-insight.com/twz/login.php, the subscriber must select the payment method as “Internet Banking” together with evidence of payment for the subscription of convertible debentures in the system. Then check the subscription information, then save and/or print the proof of payment for the subscription as a supporting document for the subscription of convertible bonds within 20 December 2021, which is the last day of the subscription for convertible bonds and the subscriber can reserve through the website 24 hours a day within the opening date of the purchase.

3.2 How to subscribe for convertible bonds

Subscribers can subscribe for convertible debentures from 9:00 a.m. - 3:00 p.m. or via online system (e-RO) for 24 hours between 13-17 and 20 December 2021 (total of 6 business days) by the following methods:

1. The convertible debenture subscriber who has already paid the subscription fee Proof of payment and subscription documents must be submitted at the head office of the convertible debentures subscriber at TWZ Corporation Public Company Limited

(“Submission of Subscription Documents at the Company”) or send the subscription documents via postal mail.

2. The convertible debenture subscriber who has already paid the subscription fee Subscriptions can be made through the Electronic Rights Offering (“E-RO”) system on the website www.investors-insight.com/twz/login.php (“Subscription through the E-RO system”) with the following methods of subscription:

- 2.1 The convertible debentures subscriber can check their rights through the website www.investors-insight.com/twz/login.php (in case of not receiving a certificate of rights) by filling in the ID card number and entering the phone number in the password field for verification and login.

- 2.2 Click on “Check Subscription Rights for Convertible Debentures”

- 2.3 After that, click one “Check Rights”, the shareholders will know the details: shareholder registration number, number of existing shares, and the number of convertible debentures that can be subscribed according to the right. When the subscriber completes the verification, click on “Back” to continue logging into the subscription system.



จองซื้อหุ้นกู้แปลงสภาพ

เลขทะเบียนผู้ถือหุ้น (Account ID) [REDACTED]



ตรวจสอบสิทธิ์จองซื้อหุ้นกู้แปลงสภาพ

เรียน ท่านผู้ถือหุ้น บริษัท ทีดับบลิวเอช คอร์ปอเรชั่น จำกัด (มหาชน)

บริษัทขอแจ้งให้ท่านทราบว่าท่านมีสิทธิ์ได้รับจัดสรรหุ้นกู้แปลงสภาพของบริษัท ตามรายละเอียดดังต่อไปนี้

ชื่อ-นามสกุล	เลขที่บัตรประชาชน	จำนวนหุ้น ณ Record Date 26 ตุลาคม 2564	จำนวนหุ้นกู้แปลงสภาพที่มีสิทธิ์จองซื้อ	จำนวนเงินที่มีสิทธิ์จองซื้อ
[REDACTED]	[REDACTED]	170,000 หุ้น	3 หุ้น	3,000.00 บาท

โดยบริษัทได้จัดสรรหุ้นกู้แปลงสภาพให้กับผู้ถือหุ้นของบริษัทตามสัดส่วนการถือหุ้นในอัตรา 45,132 หุ้นสามัญต่อ 1 หน่วยหุ้นกู้แปลงสภาพ (กรณีพิเศษจากการคำนวณให้ตัดทั้งทุกกรณี) ทั้งนี้ผู้ถือหุ้นของบริษัทรายใดที่ถือหุ้นต่ำกว่า 45,132 หุ้น จะไม่มีสิทธิ์จองซื้อหุ้นกู้แปลงสภาพตามสิทธิ์ได้ แต่สามารถจองซื้อเกินสิทธิ์จนจบได้

กรณีที่ผู้ถือหุ้นต้องการจองซื้อหุ้นกู้แปลงสภาพเกินสิทธิ์ของตน ผู้ถือหุ้นที่จองซื้อจะ-ต้องแสดงความจำนงในการจองซื้อหุ้นกู้แปลงสภาพเกินสิทธิ์ในใบจองซื้อหุ้นกู้แปลงสภาพ โดยหากมีหุ้นกู้แปลงสภาพหลงเหลือจากการจองซื้อตามสิทธิ์แล้ว ผู้ถือหุ้นที่จองซื้อเกินสิทธิ์จะได้รับการจัดสรรหุ้นกู้แปลงสภาพที่จองซื้อเกินสิทธิ์ ดังนี้

1. หุ้นกู้แปลงสภาพเหลือ มากกว่า จำนวนความต้องการของผู้ถือหุ้นที่จองซื้อเกินสิทธิ์ทั้งหมดรวมกัน ผู้ถือหุ้นที่จองซื้อเกินสิทธิ์ทุกรายจะได้รับการจัดสรรตามความต้องการ
2. หุ้นกู้แปลงสภาพเหลือ น้อยกว่า จำนวนความต้องการของผู้ถือหุ้นที่จองซื้อเกินสิทธิ์ทั้งหมดรวมกัน ผู้ถือหุ้นที่จองซื้อเกินสิทธิ์จะได้รับการจัดสรรหุ้นกู้แปลงสภาพที่จองซื้อเกินสิทธิ์ตามสัดส่วนการถือหุ้นในใบจองซื้อ จนกว่าจะไม่มีเหลือหุ้นกู้แปลงสภาพที่จองซื้อเกินสิทธิ์

นอกจากนี้ บริษัทจะจัดสรรในสำคัญแสดงสิทธิ์ที่จะซื้อหุ้นสามัญของบริษัท รุ่นที่ 7 (TWZ-W7) ให้แก่ผู้ถือหุ้นที่จองซื้อหุ้นกู้แปลงสภาพตามสัดส่วนจำนวนหุ้นที่ผู้ถือหุ้นแต่ละรายถืออยู่ (Right Offering) โดยไม่คิดมูลค่า (สุ่มย่นาง) ในอัตราส่วน 1 หน่วยหุ้นกู้แปลงสภาพ ต่อ 10,000 หน่วยในสำคัญแสดงสิทธิ์

2.4 The subscriber who wishes to make a subscription, click on “Subscription / Submit Proof of Payment” and check the shareholder registration number, number of existing shares, and the number of convertible debentures that can be subscribed to the right again, then click “Subscribe”.

Note: Subscribers will be able to login 24 hours a day on 13-17 and 20 December 2021.



จองซื้อหุ้นกู้แปลงสภาพ

เลขทะเบียนผู้ถือหุ้น (Account ID) [REDACTED]



จองซื้อ / ส่งหลักฐานการชำระเงินหุ้นแปลงสภาพ

เรียน ท่านผู้ถือหุ้น บริษัท ทีดับบลิวเอส แอสเสท คอร์ปอเรชั่น จำกัด (มหาชน)

บริษัทฯแจ้งให้ท่านทราบว่าท่านมีสิทธิ์ได้รับจัดสรรหุ้นแปลงสภาพของบริษัทตามรายละเอียดดังต่อไปนี้

ชื่อ-นามสกุล	เลขที่บัตรประชาชน	จำนวนหุ้น ณ Record Date 26 ตุลาคม 2564	จำนวนหุ้นที่แปลงสภาพที่มีสิทธิ์จองซื้อ	จำนวนเงินที่มีสิทธิ์จองซื้อ	สถานะ
[REDACTED]	[REDACTED]	20,000 หุ้น	0 หุ้น	0.00 บาท	รอการจองซื้อ

จองซื้อ

ออกจากระบบ

2.5 Complete the following fields: The subscriber must choose a payment method according to the payment method for the convertible bond subscription that has already been paid (Transfer money/Internet Banking/Cheque/Cashier Check/Draft) with proof of payment attached, then click “Next”.

The screenshot shows a web form for a convertible bond subscription. At the top, there is a logo for 'TWZ' and a navigation bar with 'STEP 1: ระบุตัวผู้ซื้อ' (Specify buyer), 'STEP 2: ระบุข้อมูล' (Specify information), and 'STEP 3: ระบุวิธี' (Specify method). The form is divided into several sections:

- Personal Information:** Fields for 'ชื่อ-นามสกุล' (Name and surname), 'ชื่อเล่น' (Nickname), 'ชื่อภาษาอังกฤษ' (English name), 'จำนวนตัวอักษรในชื่อเล่น (ไม่เกิน 10 ตัวอักษร)' (Number of characters in nickname), 'สกุลเงินที่โอนเงิน (บาท)' (Currency), 'ชื่อตามเอกสารที่ส่งไป (ไม่เกิน 1000 ตัวอักษร)' (Name on document), and 'จำนวนตัวอักษรในชื่อ (ไม่เกิน 10 ตัวอักษร)' (Number of characters in name).
- Payment Method:** A dropdown menu for 'วิธีการชำระเงิน' (Payment method) with 'โอนเงิน' (Transfer) selected. Below it is a 'Choose File' button for 'ไฟล์ JPG' (JPG file) with a warning: 'ต้องเป็นรูปถ่ายหน้าจริงถ่ายด้วยกล้องมือถือ หรือกล้องมือถือ หรือกล้อง DSLR ไม่สามารถใช้ภาพถ่ายจากเว็บเพจ หรือภาพถ่ายจากกล้องเว็บแคมได้' (Must be a real photo taken with a mobile phone camera, mobile camera, or DSLR camera. Cannot use photos from a website page or webcam).
- Identification:** A 'Choose File' button for 'ไฟล์ PDF' (PDF file) with a warning: 'ต้องเป็นรูปถ่ายหน้าจริงถ่ายด้วยกล้องมือถือ หรือกล้องมือถือ หรือกล้อง DSLR ไม่สามารถใช้ภาพถ่ายจากเว็บเพจ หรือภาพถ่ายจากกล้องเว็บแคมได้' (Must be a real photo taken with a mobile phone camera, mobile camera, or DSLR camera. Cannot use photos from a website page or webcam).
- Other Fields:** 'วันที่เกิด' (Date of birth) with '2021-11-10', 'เบอร์โทร' (Phone number) with '012345', 'รายละเอียดการขอสินเชื่อ' (Loan details) with a dropdown menu, and 'ขอสินเชื่อประเภทใด' (Which loan type) with a dropdown menu.
- Footer:** A blue button labeled 'ถัดไป' (Next).

Notes:

1. In the event that the shareholders wish to subscribe for convertible debentures in excess of their rights, the subscriber must show his or her intention to subscribe for the convertible bonds in full amount before being entitled to subscribe for the convertible bonds in excess of their rights and will have to subscribe and pay for the convertible debentures in full one-time subscription both in the part of the subscription according to the rights received and in the part who wishes to subscribe for more than the rights received.

The subscriber can fill in the booking details in “**Subscription Form for Convertible Debentures**” (Attachment 5) or on the website through the E-RO system completely, clearly.

If there are convertible debentures remaining from the subscription according to their rights, the existing shareholders who have oversubscribed will be allocated the convertible debentures oversubscribed further (please refer to section 5 “**Conditions for Subscription**” attached).

In this regard, the Company reserves the right to allocate convertible bonds in excess of rights only to shareholders who comply with this convertible bond subscription method.

2. In the event that a shareholder receives a certificate of right to subscribe for a newly issued convertible bond for more than one shareholder registration number for submission of subscription documents at the Company, shareholders must prepare supporting documents for the subscription according to the number of shareholder registration numbers that the shareholders receive the certificate of rights to subscribe for convertible debentures, i.e. 1 set of subscription documents per 1 shareholder registration number/certificate of right to subscribe for convertible bonds only.

For the subscription through the E-RO system, the shareholders must subscribe according to the number of shareholder registration that the shareholder has received a certificate of rights to subscribe for the newly issued convertible debentures, that is, to subscribe through the E-RO system 1 time per 1 shareholder registration number/certificate of right to subscribe for convertible bonds only.

4. **Subscription documents**

- 4.1 **For shareholders submitting subscription documents at the Company**

- 4.1.1 Subscription form for convertible debentures completely filled in and signed

The Company will deliver the subscription for convertible debentures to shareholders whose names appear in the share register book on the date of determining the names of shareholders on October 26, 2021. The convertible debentures can be obtained at the head office of the convertible debenture subscriber or download from the Company's website (www.twz.co.th).

- 4.1.2 The certificate of subscription rights for convertible debentures issued by the securities depository company which will specify the number of convertible bonds that each shareholder is entitled to allocate (if any).

ใน In the event that the existing shareholder receives a certificate of rights to subscribe for convertible bonds for more than one shareholder registration number, the existing shareholder must prepare the subscription documents according to the number of the existing shareholder registration number that the existing shareholder has; receiving a certificate of right to subscribe for the newly issued convertible debentures, that is, 1 set of subscription documents per 1 shareholder registration number only.

- 4.1.3 Proof of payment for the subscription

- 4.1.4 In the case where there is no certificate of right to subscribe for convertible debentures under Clause 4.1.2 and/or in the case of change of name/surname resulting the name/surname does not match the name of the shareholder as listed in the share register book in proportion to their shareholding on the date to determine the names of shareholders entitled to subscribe for convertible bonds (Record Date) as of October 26, 2021. The shareholders must attach documents issued by government agencies such as certificate, marriage certificate, divorce certificate, certificate of name/surname change, etc., and request to attach supporting documents as follows:

In the case of a natural person of Thai nationality

- A copy of ID card or a copy of a government official identification card that has not expired with a signature certifying true copy; and

- In the event that the subscriber is a minor, must enclose the consent of the parent (father/mother or legal representative), a copy of the valid ID card of the parent(s), signed by the parent(s) to certify true copy, and a copy of the house registration where the minor lives with parents to certify true copy.

In the case of a natural person of foreign nationality (Residents in Thailand)

- A copy of a valid passport with a signature certifying true copy; and
- In the event that the subscriber is a minor, must enclose the evidence showing that the convertible bonds can be subscribed legally.

In the case of a juristic person registered in Thailand

- A copy of the certificate issued by the Ministry of Commerce with a period of not more than 3 months up to the date of submission of the application for opening an account and subscribing for convertible debentures, which the authorized director certifies the copy and affixes the company's seal (if any).
- A copy of the identification card of the authorized signatory on behalf of the juristic person has not expired with certified true copy.
- Power of Attorney In the case of authorizing other persons to act on their behalf, together with a copy of a valid ID card of the director authorized to sign on behalf of the juristic person and the attorney with certified true copy. In addition, if the power of attorney acts as a copy, the copy of such document must be signed to certify true copy by the authorized person.

In the case of juristic persons registered in foreign countries

- A copy of the certificate of incorporation of a juristic person, memorandum of association and/or a certificate of a juristic person issued within 6 months from the date of submission of an application for opening an account and subscribing for convertible debentures, together with a certified true copy by the authorized signatory of that juristic person and the corporate seal (if any); and
- A copy of the passport of the authorized signatory certifying the copy of the above documents, not expired with a certified true copy

- Copies of supporting documents certifying true copy must be certified and signed by a notary public or any other competent authority in the country in which the document was produced or authenticated; certify the signature of the author or the person providing the authenticity of the document and the Thai embassy or Thai consulate in the country where the document has been prepared or certified to certify the signature and stamp of the Notary Public officer or any other agency that has done the above, which must not be more than 6 months from the date of subscription for convertible debentures.

- 4.1.5 In the event that Custodian is authorized to exercise his/her rights on behalf of the shareholders, there must be one power of attorney for Custodian to act on his behalf, in which the Subscription Form for the Convertible Debentures and Subscription Documents will be signed by Custodian and must include: Custodian's book stating the name of the authorized signatory, along with a copy of the identification card that has not expired or the identity document of the authorized signatory 1 copy with certified true copy.
- 4.1.6 Power of attorney to act on behalf with stamp duty of 30 baht (in case of assigning an attorney to act on behalf) along with a copy of the ID card of the subscriber and the attorney who certifies the true copy.
- 4.1.7 Questionnaire for identification of US Persons (individuals and juristic persons), only those who wish to deposit securities into the issuer account and the questionnaire for checking the FATCA STATUS (for subscribers who wish to deposit newly issued convertible bonds in the issuer account only) (Attachment 7).

In the event that the subscriber wishes to deposit the newly issued convertible bonds in the issuer account, member No. 600 must fill in the documents required for the subscription "Questionnaire for identification of US Persons (individuals and juristic persons), only those who wish to deposit securities into the issuer account and the questionnaire for checking the FATCA STATUS (for subscribers who wish to deposit newly issued convertible bonds in the issuer account only)" (Attachment 7) with a signature certifying the accuracy of the information for submission to the

TSD. When the subscriber signs and delivers the subscription documents to the Company and the Company will assume that the subscriber has certified that the information, details, including the signature that have been entered in that document (whether the subscriber is the one who fills out the details and signs the subscription form itself or an attorney or representative, including the subscriber's securities brokerage company, fills in) accurate, complete, and true. If such information, details, or signature appears to be erroneous, inaccurate, incomplete, or untrue, the Company shall not be liable and reserves the right to use its sole discretion to refuse the subscription, whether in whole or in part. In addition, in the event of any misconduct from the use of such information, the subscriber agrees not to claim damages or hold the Company responsible for any damage or loss.

However, if the subscriber fails to deliver the documents supporting the subscription as mentioned above or does not deliver the documents incomplete, the Company reserves the right to assume that the subscriber does not wish to exercise the right to subscribe for the convertible bonds at this time. However, the Company may, in its discretion, consider exempting from receipt of certain Subscription Documents to any Subscriber or requesting substitute or additional documentary evidence as it deems appropriate.

In addition, the Company reserves the right not to submit documents relating to the offering of convertible bonds and the allotment of convertible bonds to any subscriber. If the offering or allocation of convertible debentures to that shareholder will cause or cause the Company to have duties under foreign law or does not comply with the procedures, rules, and conditions stipulated in the allocation as detailed in this notice of allocation of convertible debentures for sale to the existing shareholders.

4.2 For shareholder ho subscribe through the E-RO system

4.2.1 Complete information in the E-RO system via the website www.investors-insight.com/twz/login.php

4.2.2 Attach proof of payment for subscription through E-RO system

5. **Subscription conditions**

5.1 In the case that the shareholders subscribe for convertible debentures according to their rights or less than the rights that have been allocated

Shareholders who wish to subscribe for convertible debentures by fractions shall be disregarded or to subscribe for convertible bonds that are newly issued less than the rights that have been allocated will be allocated the whole amount of convertible debentures subscribed.

5.2 In the event that the shareholders subscribe for convertible debentures in excess of their rights

Existing shareholders have the right to subscribe for the newly issued convertible bonds in excess of their rights in proportion to the specified amount (oversubscription) where the existing shareholders who wish to oversubscribe their rights will be allocated oversubscribed convertible bonds only when there are convertible bonds remaining from the allotment to the existing shareholders who have been allocated only. The allocation of such convertible bonds shall be carried out until there are no convertible bonds remaining from the allocation. Shareholders must first express their intention to subscribe for convertible bonds in accordance with their rights before having the right to subscribe for convertible debentures in excess of the rights by filling in the booking details in the "Subscription Form for Convertible Debentures" (Attachment 5) must be complete and clear, and the subscription and payment for the subscription for the convertible debentures must be paid in full once subscribed, both in the part of the subscription according to the rights received and in the part who wishes to subscribe for more than the rights received.

In the event that there are convertible debentures remaining from the allocation to the existing shareholders of the Company, in proportion to their shareholding in the first round The remaining convertible bonds will be allocated to the existing shareholders who wish to subscribe in excess of their rights in proportion to their existing shareholding at the same price as the convertible bonds allocated according to their rights as follows:

1. In the event that there are convertible debentures remaining from the allocation to the existing shareholders of the Company according to the shareholding proportion in the first round in the amount greater than or equal to the number of shares that the existing shareholders oversubscribe, the Company will allocate the remaining convertible debentures to the shareholders who subscribe for the convertible debentures in

excess of their rights in proportion to their existing shareholding and have paid for the convertible debentures in full in accordance with the amount indicating their intention to subscribe more than all rights.

2. In the event that the remaining convertible bonds are less than the number of convertible bonds that the existing shareholders wish to oversubscribe, **the Company will allocate the remaining convertible bonds to the oversubscribing shareholders in proportion to the number of oversubscribed shares to the remaining convertible bonds.**

5.3 The Company will allocate the convertible debentures for sale to the existing shareholders whose names appear in the share register book on the date determining the names of the shareholders entitled to subscribe for the convertible debentures (Record Date) in proportion. However, the Company reserves the right not to offer or allocate convertible bonds in this offering of convertible debentures rights offering to any shareholder that will cause or may cause the Company to have duties under foreign law.

5.4 Shareholders who have subscribed and paid for the subscription, have no right to cancel the subscription.

5.5 In the case of payment of subscription for convertible debentures by bank check, subscription payment and the subscription for newly issued convertible bonds will be valid only if the Company is able to collect the subscription fee within the specified time.

5.6 If (1) the subscribed shareholder unable to pay the subscription fee for convertible debentures, unable to collect the subscription fee under any circumstances which is not the fault of the Company whether in whole or in part within the specified period of subscription and payment of convertible bonds; or (2) Shareholder who subscribed incomplete or unclear information in the convertible bond subscription form, the Company reserves the right not to allocate such convertible debentures further.

In addition, in the payment of subscription for convertible bonds shareholders should check the payment method for the subscription and proceed according to the specified conditions and methods. If the shareholder fails to comply with the payment method for the subscription for convertible debentures and proceed according to the conditions and a specified method in order to be able to collect the subscription fee in time for the subscription period, the Company has the right to be deemed to have waived the right to subscribe for such convertible bonds. The Company reserves the right not to allocate such convertible debentures further.

5.7 The Company reserves the right to modify the details of the payment method for the shares, the terms of the subscription, or any information related to the way to subscribe for convertible bonds, as appropriate in case of problems, obstacles or limitations in operation.

6. Refund of subscription for convertible debentures (if any)

(1) In the event that the subscription for convertible bonds is required to be refunded, in the event that the subscribed shareholders have not been allocated to the convertible bonds due to violating the conditions of the subscription or has not been allocated in full according to the amount oversubscribed and/or unable to collect the subscription payment for convertible debentures in such case. The Company will proceed to refund the subscription fee for the unallocated or under-allocated securities without interest and without any damages within 14 working days from the closing date of this subscription for securities of the Company, by means of transferring money to the subscriber's bank account as specified in the Company's subscription form.

In the event that the unallocated portion of the subscription fee cannot be refunded or has not been allocated in full according to the amount oversubscribed by methods of transferring money to the bank account of the subscribers as specified in the Company's subscription form for any reason beyond the Company's control. The Company will proceed to refund the unallocated portion of the subscription fee or has not been allocated in full according to the amount oversubscribed in excess of the right to be a crossed check payable only on behalf of the subscriber and sent by registered mail to the address appearing in the shareholder database of the Company in the share register book as of October 26, 2021. In the case of receiving a refund by cheque, the subscriber will be responsible for the fees charged by different clearing houses or bank checks (if any).

(3) In the event that the Company is unable to refund the subscription fee for the unallocated portion of the Company's shares or has not been fully allocated to the subscriber within 14 business days from the end of the subscription period, the Company is responsible for remitting such rebate and must pay interest to the subscriber at the rate of 7.50% per annum, by calculating from the amount of the subscription that has not been allocated or has not been allocated in full and must be repaid from the date of expiration period of 14 business days until the date of repayment according to the aforementioned method.

7. Method of delivery of newly issued convertible bonds to the subscriber

The subscriber can choose the Company to take action in any of the following cases:

7.1 In the event that the subscriber wishes to apply for the convertible bond certificate, the Company will issue the convertible bond certificate on behalf of the subscriber and the convertible bond registrar of the Company will deliver the convertible bond certificate according to the amount received allocate to convertible debenture allotment by registered mail or Air Mail (in case of sending to the convertible debenture holder abroad) to the name and address specified in the subscription form within 15 business days from the closing date of the subscription for the convertible debentures.

7.2 In the event that the subscriber wishes to use the services of the Securities Depository, the convertible bond will be deposited in the account of the securities company in which he/she has a securities trading account. The name of the subscriber must match the name of the brokerage account that the subscriber wishes to deposit shares in the account of the said securities company only. Otherwise, the Company reserves the right to issue convertible bonds to the subscriber.

In this case, the Company will deposit the convertible bonds with “Thailand Securities Depository Company Limited for Depositors” and the depositor will record the amount of convertible bonds at the securities company that deposit convertible bonds. At the same time, the securities company will record the amount of convertible bonds deposited by the subscriber and issue proof of deposit to the subscriber within 7 business days from the closing date of the convertible bond subscription.

8. Other important information

8.1 The name of the subscriber and the name of the securities trading account holder must be the same name, if it is another person's brokerage account number, the convertible bond cannot be deposited into the account. In this regard, the Company reserves the right to issue convertible bonds to the subscriber.

8.2 Please specify the member number of the securities depository (Broker code) who wish to bring convertible bonds into their own securities purchase account correctly. If the TSD member number is entered incorrectly, the allocated convertible bonds will be sent elsewhere for which the Company will not be liable for any loss or delay in tracing the convertible bonds.

- 8.3 If the Company is unable to transfer the subscription fee for convertible debentures back to the subscriber within the specified period, any other reason beyond the Company's capacity to operate, the Company will not be responsible for interest charges and/or any other damages and will only refund the subscription fee for convertible debentures that must be repaid to the subscriber who has not been allocated or has not been allocated in full by the company only, as stated in section 5 "Subscription Conditions".
- 8.4 If the number of shares specified by the shareholders in the convertible debenture subscription form does not match the amount paid by the Company. The Company reserves the right to hold mainly the amount received from the subscription of convertible bonds.
- 8.5 For subscribers who wish to deposit convertible debentures in the issuer account number 600 on behalf of the subscriber, please fill in the details in "Additional information for the implementation of Foreign Account Tax Compliance (FATCA) (for those wishing to deposit securities into the Issuer Account No. 600)" (Attachment 7) for submission to the securities depository. However, if the subscriber does not attach additional documents to support the subscription, the Company reserves the right to request for issuance of convertible debenture certificates in the name of the subscriber.
- 8.6 If you have any questions, please contact us at:
- TWZ Corporation Public Company Limited**
 Address : No. 269 Ratchadaphisek Rd., Ratchadaphisek, Din Daeng, Bangkok 10400
 Phone number : 0-2275-9789
 Fax : 0-2275-9798
 Company's home page : www.twz.co.th
- Map of TWZ Corporation Public Company Limited Headquarters

