

**Capital Increase Report Form**  
**Dohome Public Company Limited**  
**20 February 2024**

We, Dohome Public Company Limited (the “Company”), hereby report the resolutions of the Board of Directors’ Meeting No. 1/2024, held on 20 February 2024 between 4.30 p.m. and 6.00 p.m., relating to the capital increase and allotment of capital increase shares as follows:

**1. Capital Increase:**

The Board of Directors’ Meeting passed a resolution with approval of the Company’s registered capital increase by THB 144,423,334 from the existing registered capital of THB 3,089,323,062 to THB 3,233,746,396 by issuing 144,423,334 newly issued ordinary shares with a par value of THB 1 per share. Detailed are as follows:

Type of Capital Increase	Type of shares	Number of shares (shares)	Par value (THB/share)	Total (THB)
<input checked="" type="checkbox"/> Specific purpose of utilizing the proceeds	Ordinary Shares	144,423,334	1	144,423,334
<input type="checkbox"/> General Mandate	-	-	-	-

**2. Allocation of newly issued shares:**

2.1 Specific purpose of utilizing the proceeds:

(1) Details on the allocations

Allocated to	Number of shares (shares)	Ratio (Existing : New)	Sale price (THB/share)	Date and Time of Subscription and Share Payment	Remark
(1) The Company’s existing shareholders to accommodate common stock dividend payment	Up to 140,415,083 newly issued ordinary shares	22 existing ordinary shares to 1 newly issued ordinary share	-	-	Please see Remark 1.
(2) Reserve for the exercise of warrants to purchase newly issued ordinary shares of the	Up to 2,000,000	<u>Exercise Ratio:</u> 1 unit of the warrant to 1 newly issued ordinary share	<u>Exercise price:</u> The weighted average closing price of the	-	Please see Remark 2.

Allocated to	Number of shares (shares)	Ratio (Existing : New)	Sale price (THB/share)	Date and Time of Subscription and Share Payment	Remark
Company issued to employees of the Company No.2 Series 1 (ESOP2 –W1)	newly issued ordinary shares		Company's shares traded on the Stock Exchange of Thailand during the period of 15 consecutive business days prior to the date of shareholders' meeting, (no discount from the market price)		
(3) Reserve for the exercise of warrants to purchase newly issued ordinary shares of the Company issued to employees of the Company No.2 Series 2 (ESOP2 –W2)	Up to 2,000,000 newly issued ordinary shares	<u>Exercise Ratio:</u> 1 unit of the warrant to 1 newly issued ordinary share	<u>Exercise price:</u> The weighted average closing price of the Company's shares traded on the Stock Exchange of Thailand during the period of 15 consecutive business days prior to the date of shareholders' meeting, (Market price plus 10%)	-	Please see Remark 2.
(4) Reserve for the right adjustment of warrants to purchase the Company's ordinary	Up to 8,251 newly issued ordinary shares	<u>Existing exercise Ratio:</u> 1 unit of the warrant to 1.275 newly	<u>Existing exercise price:</u> THB 17.255 per share	-	Please see Remark 3.

Allocated to	Number of shares (shares)	Ratio (Existing : New)	Sale price (THB/share)	Date and Time of Subscription and Share Payment	Remark
shares allocated to the Company's employees No.1 Series 2 (ESOP-W2)		issued ordinary share <u>New exercise ratio:</u> 1 unit of the warrant to 1.330 newly issued ordinary share	<u>New exercise price:</u> THB 16.536 per share		

**Remark:**

1. Determine shareholders who are entitled to the rights to receive dividends payment on 5 March 2024, (Record Date). The dividend will be paid within 17 May 2024.
2. Details on the issuance and allocation of the warrants to purchase newly issued ordinary shares of the Company to employees of the Company are as shown in **Enclosure 1 and 2**.

In this regard, the Board of Directors and/or the Executive Committee or any person designated by the Board of Directors and/or the Executive Committee is authorized to determine the name of employees who are entitled to receive the warrants and number of units of warrants to be allocated and to determine, amend or change any necessary details and conditions and to undertake any actions necessary for and relevant to the issuance and allocation of warrants issued to employees so as to comply with the applicable laws, rules, and regulations and there will be no allocation of the warrants to any employees of the Company will result in such persons being allocated more than 5 percent of the total warrants offered. The Company will complete the allocation of the warrants within 1 year from the date of approval from the shareholders for such issuance.

3. The exercise of right to purchase the newly issued ordinary shares of the Company under ESOP-W2 shall be in accordance with the conditions on the exercise of the warrants as stipulated in the terms and Condition Governing the Rights and Obligations of the Issuer and Holders of the warrants to purchase newly issued ordinary shares of the Company issued to employees of Dohome Public Company Limited No.1 Series 2 (ESOP-W2).

(2) The Company's plan in case there is a fraction of shares remaining

In the event that there is any fraction derived from the distribution of stock dividend, the Company will pay for the fraction in cash at the rate of THB 0.0454545455 per share.

3. **Schedule for a shareholders' meeting to approve the capital increase and the allocation of the newly issued shares**

The 2024 Annual General Meeting of Shareholders via E-meeting (E-AGM). All shareholders can attend the Meeting via electronic system only in which the Meeting will be held on Thursday 18 April 2024 at 2 p.m., at the Auditorium meeting Room, 4 Floor, Ngernturbo Public Company Limited No. 500, Village No.3, Tiwanon Road, Ban Mai Sub-district, Pak Kret District, Nonthaburi Province 11120, Thailand. The Record Date to determine shareholders who are entitled to attend and vote at the 2024 Annual General Meeting of Shareholders fixed on 5 March 2024 (Record Date).

**4. Approval of the capital increase/allocation of newly issued shares by the relevant governmental agencies and approval conditions**

4.1 The Company will register the capital reduction, the capital increase, and the amend to the Memorandum of Association with the Department of Business Development, the Ministry of Commerce, within 14 days after the date of approval from the shareholders' meeting for such resolutions and the Company will register the amendment of the paid-up capital with the Department of Business Development, the Ministry of Commerce, within 14 days (1) after the date on which the Company distributes the common stock dividend to shareholders or (2) after exercise of warrants holders to purchase newly issued shares.

4.2 The Company will apply for approval from the SET to register newly issued ordinary shares of the Company that will (1) be distributed to the existing shareholders to accommodate the common stock dividend, (2) be issued to reserve for the exercise of warrants to purchase newly issued ordinary shares of the Company to employees of the Company under the warrants i.e. ESOP-W2 and (3) be issued to reserve for the exercise of warrants to purchase newly issued ordinary shares of the Company to employees of the Company under the warrants i.e. ESOP2-W1 and ESOP2-W2 as listed securities on the SET.

**5. Objectives of the capital increase and plans for utilizing proceeds received from the capital increase**

5.1 The Company will issue and allocate up to 140,415,083 newly issued ordinary shares at a par value of THB 1 per share to accommodate the common stock dividend payment in return to the shareholders of the Company.

5.2 The Company will issue and offer the warrants to purchase newly issued ordinary shares of the Company to the employees at the amount of up to 4,000,000 units in order to encourage employees to be dedicated to work and to motivate the personnel to work with the Company in the long term, and to enable them to have a sense of ownership in the Company, which will be beneficial to the business operations and generate highest benefits for the Company and the shareholders in the future.

5.3 The Company will issue and reserve at the amount of up to 8,251 newly issued ordinary shares at a par value of THB 1 per share to accommodate the right adjustment of warrant to purchase the Company's ordinary shares allocated to the Company's employees No.1 Series 2 (ESOP-W2) to maintain the rights of the warrant holders not to be adversely affected.

**6. Benefits which the Company will receive from the capital increase/allocation of newly issued shares**

6.1 Benefits which the Company will receive from the capital increase to accommodate the common stock dividend:

To reward to the shareholders of the Company, to increase better liquidity of the Company's shares, and to make liquidity of working capital of the Company.

6.3 Benefits which the Company will receive from the capital increase to accommodate the right adjustment of warrant to purchase the Company's ordinary shares allocated to the Company's employees:

The benefits from the issuance and offering of the warrants to purchase newly issued ordinary shares of the Company to its employees are to encourage employees to be dedicated to work and to motivate the personnel to work with the Company in the long term, and to enable them to have a sense of ownership in the Company, which will be beneficial to the business operations and generate highest benefits for the Company and the shareholders in the future.

**7. Benefits which the shareholders will receive from the capital increase/allocation of newly issued shares**

The Company has the policy to pay a dividend at the rate of not less than 30 percent of the net profit according to the separated financial statements after deduction of corporate income tax and all types of reserves as specified by laws and the Company's articles of association. Such dividend payment may be changed upon the performance, financial liquidity, cash flow, financial position, economics situation, and other necessities in the future as the Board of Directors deems appropriate and must be approved by the shareholders' meeting.

**8. Other details necessary for shareholders' consideration and approval of the capital increase/allocation of newly issued shares**

-None-

**9. Schedule of actions in case the Board of Directors passes a resolution to approve the capital increase/allocation of newly issued shares**

No.	Procedures of the capital increase	Date/Month/Year
1	The date of the Board of Directors' Meeting No. 1/2024	20 February 2024
2	The date to determine shareholders who are entitled to attend the 2024 Annual General Meeting of Shareholders and the rights to receive common stock and cash dividend payment (Record Date)	5 March 2024
3	Holding the 2024 Annual General Meeting of Shareholders	18 April 2024
4	The registration date of the capital reduction, the capital increase, and the amendment to the Memorandum of Association with the Department of Business Development, the Ministry of Commerce	Within 14 days from the date of the approval from the 2024 Annual General Meeting regarding the capital reduction and the capital increase
5	Common stock and cash dividend payment date	Within 17 May 2024
6	The registration date of paid-up capital with the Department of Business Development, the Ministry of Commerce	Within 14 days from the common stock dividend payment date
7	Listing the newly issued ordinary shares of the Company on the SET	Will be informed accordingly

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

(Signature)..... Authorized Director  
(Mr. Adisak Tangmitrphracha)

(Signature)..... Authorized Director  
(Mrs. Salitip Ruanguttipap)