

(F 53-4)

**Capital Increase Report Form**  
**Dohome Public Company Limited**  
**17 February 2022**

We, Dohome Public Company Limited (the “**Company**”), hereby report the resolutions of the Board of Directors’ Meeting No. 1/2022, held on 17 February 2022, 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 484,603,105 from the existing registered capital of THB 2,423,015,522 to THB 2,907,618,627 by issuing 484,603,105 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	484,603,105	1	484,603,105
<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 484,434,005 newly issued ordinary shares	5 existing ordinary shares to 1 newly issued ordinary share	-	-	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
(2) Reserve for the right adjustment of warrants to purchase the Company's ordinary shares allocated to the Company's employees No.1 Series 2 (ESOP-W2)	Up to 30,000 newly issued ordinary shares	<u>Existing exercise Ratio:</u> 1 unit of the warrant to 1 newly issued ordinary share <u>New exercise ratio:</u> 1 unit of the warrant to 1.200 newly issued ordinary share	<u>Existing exercise price:</u> THB 22.000 per share <u>New exercise price:</u> THB 18.333 per share	-	Please see Remark 1.
(3) Reserve for the right adjustment of warrants to purchase the Company's ordinary shares allocated to the Company's employees No.1 Series 3 (ESOP-W3)	Up to 139,100 newly issued ordinary shares	<u>Existing exercise Ratio:</u> 1 unit of the warrant to 1 newly issued ordinary share <u>New exercise ratio:</u> 1 unit of the warrant to 1.200 newly issued ordinary share	<u>Existing exercise price:</u> THB 7.910 per share <u>New exercise price:</u> THB 6.592 per share	-	Please see Remark 2.

**Remark:**

- Determine shareholders who are entitled to the rights to receive dividends payment on 7 March 2022, (Record Date). The dividend will be paid on 18 May 2022.
- The exercise of right to purchase the newly issued ordinary shares of the Company under ESOP-W2 and ESOP-W3 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) and Series 3 (ESOP-W3).

(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 0.2000000000 per share.

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

The 2022 Annual General Meeting of Shareholders is scheduled to be held on Thursday 21 April 2022 at 14:00 p.m. At the Grand Ballroom, 3<sup>rd</sup> Floor, The Emerald Hotel Bangkok No. 99/1 Ratchadapisek Road, Dindeang Sub-district, Dindeang District, Bangkok Metropolis 10400. The Record Date to determine shareholders who are entitled to attend and vote at the 2022 Annual General Meeting of Shareholders fixed on 7 March 2022 (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 after the date on which the Company distributes the common stock dividend to shareholders or 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 be distributed to the existing shareholders to accommodate the common stock dividend and 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 ESOP-W3, 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 484,434,005 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 reserve at the amount of up to 30,000 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.

5.3 The Company will issue and reserve at the amount of up to 139,100 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 3 (ESOP-W3) 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:**

To maintain the rights of the warrant holders not to be adversely affected.

**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. 1/2022	17 February 2022
2	The date to determine shareholders who are entitled to attend the 2022 Annual General Meeting of Shareholders and the rights to receive common stock and cash dividend payment (Record Date)	7 March 2022
3	Holding the 2022 Annual General Meeting of Shareholders	21 April 2022

No.	Procedures of the capital increase	Date/Month/Year
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 2022 Annual General Meeting regarding the capital reduction and the capital increase
5	Common stock and cash dividend payment date	18 May 2022
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.

Yours faithfully,

**Dohome Public Company Limited**

\_\_\_\_\_  
Mr. Adisak Tangmitrphracha

Authorized Director

\_\_\_\_\_  
Mrs. Salitip Ruangsuttipap

Authorized Director