

(F 53-4)

**CAPITAL INCREASE REPORT OF  
SIAM WELLNESS GROUP PUBLIC COMPANY LIMITED  
March 2, 2020**

Siam Wellness Group Public Company Limited (“the Company”) hereby report of the resolution of the Board of Directors’ Meeting No. 1/2020, held on February 29, 2020 at 13.30 pm. in respect of capital increase and share allotment as follows:

**1. Capital Increasing**

The meeting of the Board of Directors passed a resolution approving the increase of the Company’s registered capital from Baht 142,500,000 to Baht 213,750,000 by issuing 285,000,000 newly ordinary shares with par value of Baht 0.25 per share, totaling Baht 71,250,000. Details of each type of capital increase are as follows:

Type of capital increase	Type of share	Number of shares (shares)	Par value (Baht/share)	Total (Baht)
Specifying the purpose of utilizing proceeds	Ordinary Preferred	285,000,000	0.25	71,250,000
<input type="checkbox"/> General mandate	Ordinary Preferred	- -	- -	- -

**2. Allotment of the newly issued ordinary shares**

**2.1 If specifying the purpose of utilizing proceeds**

Allotted to	No. of shares	Ratio (Old:New)	Selling Price per Shares (Bath)	Subscription Date	Remarks
Existing shareholders	285,000,000	2:1	0.00	-	-
People	-	-	-	-	-
Specific Persons	-	-	-	-	-
Reserve for the Right adjustment /use of instrument	-	-	-	-	-

**Note:**

Record Date in which the names of the shareholders who are entitled to receive dividends as of 13 May 2020 and settle the dividend payment on 25 May 2020

## **2.2 The Company's plan in case there is a fraction of shares remaining**

In case that there is a fraction of share, the company shall pay cash dividend instead of share dividend in amount of 0.125 baht/share

### **3. Schedule for the shareholders' meeting to approve the capital increase and allotment**

The Annual General Shareholders' Meeting for fiscal year 2020 shall be held on April 30, 2020 at 10.00 pm. at Jubilee Ballroom, 11<sup>th</sup> Floor The Berkeley Hotel Pratunam address no.559 Ratchaprarop Rd, Khwaeng Makkasan, Khet Ratchathewi, Bangkok. Listing of shareholders who can attend the Annual General Shareholder's Meeting 2020 (Record Date) will be recorded as of 16 March 2020.

### **4. Approval of the capital increase / share allotment by relevant governmental agency and condition for such approval (if any)**

- 4.1 The Company will register the increase of registered capital and amend the clauses that related to increase of capital to Department of Business Development, Ministry of Commerce.
- 4.2 The Company will submit for approval to the Stock Exchange of Thailand for receiving increasingly ordinary shares from paying stock dividend into listed securities.

### **5. Objectives of the capital increase**

To allocate stock dividend for existing shareholders as benefit of investment.

### **6. Benefits which the Company will receive from the capital increase / share allotment**

- 6.1 To reserve the money without paying all cash dividends.
- 6.2 To expand the company's business and reserve the company's cash flow.

### **7. Benefits which the shareholders will receive from the capital increase/share allotment**

- 7.1 The Company's dividend policy is to pay out at least 40 percent of its net profit, after deducting income tax and legal reserve. The board of director shall consider the shareholders' benefit, cash flow, paying loan or future investment.
- 7.2 The company shall take the stock dividends to register in SET
- 7.3 Others


### **8. Other details necessary for the shareholders to approve the capital increase/share allotment**

None

**9. Schedule of action where the Board of Directors of the Company passes a resolution approving the capital increase / share allotment**


No.	Process	Date
1	Board of Directors' Meeting no. 1/2020	February 29, 2020
	Date of list of shareholders who can attend the Annual General Shareholder's Meeting 2020 (Record Date)	March 16, 2020
	The Annual General Shareholders' Meeting for fiscal year 2020	April 30, 2020
	Registration of the resolution of capital increase and related matters to Ministry of Commerce	Within 14 days after the Annual General Shareholders' Meeting Date
	Date of list of shareholders who are entitled to gain dividend (Record Date)	May 13, 2020
	Payment date for the dividends	May 25, 2020

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

Signature   
 (Mr. Wiboon Utsahajit)  
 Authorized Director



บริษัท สยามเวลเนสกรุ๊ป จำกัด (มหาชน)  
 SIAM WELLNESS GROUP PUBLIC COMPANY LIMITED

Signature   
 (Mr. Prasert Jiravanstit)  
 Authorized Director