



**Details of Warrants to purchase newly-issued ordinary shares of
Ubis (Asia) Public Company Limited No.1 (UBIS-W1)**

Number of warrant to be offered	Not exceeding 113,999,995 Units
Number of warrant accounted for	Not Exceeding 113,999,995 Units or 50 Percentage of the total of shares issued and paid-up of the Company
Offering price per unit	0 Baht per Unit
Offering period	Within 1 year from the offering date and the issuing date of the warrant
Allocation Method	The warrant will be directly allocated to the existing shareholders at the ratio 2 existing share to 1 unit of the warrant
Exercise Ratio	1 unit of the warrant per 1 newly-issued share
Exercise Price	2.00 baht per share
Exercise Date	The warrant holders can exercise their rights to purchase all ordinary shares as allocated every the last business day of each 4 months during 9.00-15.30 hrs. from the date that the company issues and offers the Warrant until the expiration period of the Warrant
Exercise Period	The last exercise date shall be on 1 year maturity of these warrants from the issuance and offering date. However, if the exercise date is a holiday of SET, the exercise date of such installation will be automatically postponed to the other business day
Secondary market of Warrant	The Company will be listed in the Market of Alternative Investment (mai)
Secondary market of the newly-issued shares exercised from the warrant	The Company will register the newly-issued ordinary shares resulted from the exercise of these Warrants on the Market of Alternative Investment (mai)
Expected the exercise amount	227,999,991 baht (if having exercise the full amount)
Dilution Effects	<p>1. Control Dilution</p> <p>1.1 In the event of all shareholders have fully subscribe to their rights to purchase the newly-issued ordinary shares, there will not effect to the percentage of each shareholder's holding in the Company. In case of, all shareholders do not exercise rights to subscribe to the newly-issued ordinary shares, the Company will decrease the registered capital by cancelling the remaining of the newly-issued of paid-up registered shares and will not effect to controlling dilution</p> <p>1.2 In case of, all warrants have been exercised by shareholders who not be the existing shareholders of the Company, this will decrease the control dilution of existing shareholders for approximately 33.33 percentage when compared to shareholding after Right Offering and before the issuance and offering of warrant to purchase the newly-issued ordinary shares. The calculation details are as follows;</p> <p>* Calculated based in the number of the reserved shares divided with the sum of (1) paid-up shares of 227,999,991 shares and (2) the shares accommodated for the exercise of warrants</p> $33.33\% = \frac{113,999,995}{227,999,991+113,999,995}$



	<p>2. Price Dilution</p> <p>In the event that all of 227,999,991 units of warrants are fully exercised, shares price shall be diluted by 20 percentage, based on the assumption that the market price before the offering of shares is 5.15 per share which is the average price of share traded for 15 consecutive days prior to the Board of Directors Meeting no.3/2018 held on March 12, 2018 (between February 16, 2018 until March 9, 2018 – from www.set.or.th) by calculated as follows;</p> $\frac{\text{Market Price prior to the offering} - \text{Market Price after the offering}^*}{\text{Market Price prior to the offering}}$ <p>20 Percentage = $\frac{5.15 - 4.10}{5.15}$</p> <p>* The market price after the offering being calculated from :</p> $\frac{(\text{Market Price} \times \text{Amount of paid-up shares}) + (\text{Exercise price} \times \text{Amount of shares accommodated})}{\text{Amount of paid-up shares} + \text{Amount of shares accommodated}}$ <p>4.10 = $\frac{(5.15 \times 227,999,991) + (2 \times 113,999,995)}{227,999,991 + 113,999,995}$</p>
Rights Adjustment	<p>The Company shall adjust the exercise price and ratio to maintain the benefits to the warrant holders upon the occurrences of any of the following events;</p> <ul style="list-style-type: none"> (a) when there is a change in the par value of the Company's ordinary shares as a result of the shares separation or consolidation (b) when the Company offer new shares at the offering price lower than 90 percentage of the market price per the Company's ordinary shares (c) when the Company offer new securities to the existing shareholders and/or general public and/or private placement i.e. convertible debentures or warrant as at the offering price per the newly-issued ordinary share must not lower than 90 percentage of the market price (d) when the Company pay all amount or partial of dividend to shareholders (e) when the Company pay dividend higher than the rights regulation