

Ref : NDR014/2018

24 October, 2018

Subject: Notification on the schedule and method for the last exercise of right to purchase ordinary shares of N.D. Rubber Public Company Limited under the warrants NDR-W1 (The Fourth Exercise) (Revised No. 2)

To : President of the Stock Exchange of Thailand

With reference to N.D. Rubber Public Company Limited (“NDR” or “Company”) has issued and allocated the warrants to purchase the newly issued ordinary shares of Company No.1 (“NDR-W1”) amounted 107,499,454 units to its existing shareholder whose names appear in the record date of 6 December, 2016 and the closing date of the Share Register Book for gathering the list of shareholders according to Section 225 of the Securities and Exchange Act (including its Amendments) on 7 December, 2016 at the ratio of 2 existing shares to 1 unit of warrant. The Warrant Holders shall exercise the Warrants on the 15 June, 2017, 15 December, 2017, 15 June, 2018 and the last exercise date is 22 December, 2018 shall be on the 2-year maturity date of these Warrants from the issuance and offering date. In case that the Exercise Date is not a business day, such Exercise Date shall be brought forward to prior business day. Interested person can study “Terms and Conditions of the Warrant Issuer and Holders of the Warrants to Purchase Ordinary Shares of N.D. Rubber Public Company Limited No.1” at <https://goo.gl/KyvBFU>

The Company would like to inform the details regarding the last exercise of right to purchase ordinary shares of the Warrants as follows:

1. Detail of schedule for the last exercise of NDR-W1

Item	Description
1) Exercise Date	21 December, 2018 ¹
2) Period for the notification of the intention to exercise the warrants	During 9.00 a.m. to 3.30 p.m. of 6-20 December, 2018
3) Exercise Ratio	1 unit of warrant to 1.03 new ordinary share
4) Exercise Price	Baht 2.93 per share.
5) The closing data for registration of transfer warrant	30 November – 21 December 2018
6) The period to cease trading by the “SP” sign	28 November – 21 December 2018 (The SET will post the SP sign in advance for 2 working days prior to the closing date of the Registrar Book.)
7) Expiry of the warrants	22 December 2018

¹ As the last exercise date is on 22 December 2018 which is not a business day therefore the last exercise date must be postponed to 21 December 2018 which is final business day prior to the exercise date.

2. Contact Person and Notification Form of Intention to Exercise.

Company Secretary or Ms. Nopparat Chumpolkulwong

N.D. Rubber Public Company Limited

129 Moo 3 Nongchak-Phanasnikom Rd., Nongeiroom Banbueng Chonburi 20220

Tel. : 038-160707 Ext : 112 Mobile phone : 089-8108837 Fax : 033-047348 Email : nopparat.c@ndrubber.co.th

Form of Intention to Exercise can be downloaded from : <https://1drv.ms/b/s!AgbtGm-YkfwajC7t3XqwmIOFFZd4>

3. Payment method

Payment of the full amount as specified in the Exercise Form within the specified period and not later than the period for the notification of the intention to exercise the warrants, by either of following methods.

- Transfer fund to Account Name “**N.D. Rubber Public Company Limited for shares subscription**”, **Saving Account at Bangkok Bank Public Company Limited, Bangpho Branch, Account Number 160-080569-9**”
- Pay by a crossed cheque, cashier cheque or draft which payment can be collected in Bangkok within 2 (two) working days (dated must not be later than 18 December 2018) and is made payable to “**N.D. Rubber Public Company Limited for shares subscription**”.

In the event that the payment cannot be collected for whatsoever reasons not caused by the Company or Agent Receiving Exercise Intention, the Warrant Holders shall be deemed as intending to cancel such exercise and the Company correspondingly agrees with such cancellation. However, such cancellation shall not deprive the Warrant Holders of the rights to purchase ordinary shares for the net time, except for the cancellation of the last exercise whereby their rights to purchase the ordinary shares shall be deemed to expire Note. The Company will not take any responsibility neither interest and/nor any other losses in any circumstances.

The Warrant Holders shall be responsible for stamp duty or any other taxes in accordance with the provisions of the Revenue Code and shall comply with regulations and laws applicable to the exercise of the Warrants.

4. Documents to be submitted

The Warrant Holders who wish to exercise the rights are responsible for all expenses including taxes and/or duty stamps (if any) according to the provisions of the Revenue Code or other laws and regulations that are related to or enforced in the exercise of the Warrants (if any). The Warrant Holders can made payment as described in Clause 3. and send document together with the following papers:

- The duly and accurately completed of Notification Form of the intention to exercise the Warrants of N.D. Rubber Public Company Limited No. 1 (“NDR-W1”) to Purchase the Ordinary Shares of the Company bearing the Warrant Holders’ signature. The Warrant Holders shall obtain the Notification Form of Intention to Exercise form from <https://1drv.ms/b/s!AgbtGm-YkfwajC7t3XqwmIOFFZd4>.

- b) The payment document
- c) The Warrants or the Certificates specifying that the holder is entitled to the Warrants in a relevant number as specified in the Exercise Form
- d) Evidence supporting the exercise
- 1) Thai individuals: A certified true copy of a valid identification card or governmental officer identified card and a certificate true copy of household registration (In case of any change in name/surname which causes the name/surname to be different from the name/surname appearing on the Warrants, a certified true copy of any document issued by the governmental authority e.g. marriage certificate, divorce certificate, certificate of name/surname change, etc. must be enclosed.)
 - 2) Non-Thai individuals: A certified true copy of a valid foreigner certificate or passport.
 - 3) Thai legal entities:
 - 3.1) A certified true copy of the affidavit issued by the Ministry of Commerce within a period of no longer than 6 months prior to the respective exercise date, duly signed by the authorized signatory and affixed with the seal of such legal entity (if any); and
 - 3.2) A certified true copy of the valid documents specified in Clause 1) or 2) (as the case may be) of the authorized signatory who certifies true copy of the documents under Clause 3.1).
 - 4) Non-Thai legal entities:
 - 4.1) A certified true copy of the certificate of incorporation and/or affidavit of such legal entity, duly signed by the authorized signatory and affixed with the seal of such legal entity (if any);
 - 4.2) A certified true copy of the valid passport of the authorized signatory who certifies true copy of the documents under Clause 4.1).
- Remark :** Documents under Clause 4.1) and 4.2), which are certified as the true copies by the authorized signatory, shall be notarized by the Notary Public within a period of no longer than 6 months prior to the respective exercise date.
- 5) Custodian: A certified true copy of the Notary Public certificate within a period of no longer than 6 months prior to the respective exercise date and a certified true copy of the custodian appointment letter, duly signed by the authorized signatory.

Please be informed accordingly.

Sincerely yours,



(Mr. Chaiyasit Samrittivanicha)

Managing Director