



บริษัท เอ็น.ดี.รีบบอร์ จำกัด (มหาชน)

N.D.RUBBER PUBLIC COMPANY LIMITED

129 หมู่ 3 ถนนหนองซาก-พนัสนิคม ตำบลหนองอิรุณ อำเภอบ้านบึง จังหวัดชลบุรี 2220

129 Moo 3 Nongchak-Phanasnikom Rd., Nongeiroom, Banbueng, Chonburi, Thailand 2220 Tel.038-160707 Fax.033-047348



No. NDR0005/2024

01 April 2024

Subject: Notification of the last Exercise of Warrant (NDR-W2)

To: The President, The Stock Exchange of Thailand

According to N.D. Rubber Public Company Limited (“the Company”) has issued stock warrant 86,722,469 units on 5 May 2022 which has the exercise period totally 4 periods which are 1 December 2022, 1 June 2023, 1 December 2023 and the last exercise date that Warrant Holders can exercise their right is 2 Years from the issuance date (“Last Exercise Date”) is 4 May 2024.

The company would like to notify that the last exercise period will be taken place on 4 May 2024 which based on the following information:

1. Exercise ratio and the exercise price

1 unit of warrant has the right to purchase 1 ordinary share at 3.50 Baht per share

2. Notification period for the exercise of warrant

Within 15 working days prior to the exercise date, which is 18 April 2024 – 2 May 2024 during 9.00 a.m. to 3.00 p.m.

3. Contact place for exercising the right and request a Exercise Notification Form to exercise the rights

Ms. Watcharaporn Wongmak (Company Secretary)

N.D. Rubber Public Company Limited

129 Moo 3 Nongchak-Phanasnikom, Nongeiroom Sub-district, Banbueng District, Chonburi 2220

Tel: 038-160707 Fax: 033-047348

Website: <https://www.ndrubber.co.th>

E-mail: watcharaporn.wk@ndrubber.co.th

4. Exercise Methodology

Warrant Holders or the holder of Warrant substitute can obtain the Exercise Notification Form to exercise their rights to purchase ordinary shares at the Company within the Notification Period.

- 4.1 In case the Warrants are under scripless system (Scripless), Warrant Holders who intend to exercise the warrants shall notify their intention and submit a request form for withdrawal of Warrant certificates or for issuance of the Warrant Substitutes in a form prescribed by the SET by submitting to their securities company acting as their brokers. The securities company shall notify TSD to withdraw the warrants from the account named “Thailand Securities

Depository Company Limited for depositors”, and then TSD shall issue the Warrant Substitute to be used as an evidence or supplementary document for the exercise of warrant.

4.2 Warrant Holders or the holder of Warrant substitute who would like to exercise their rights to purchase the Company’s ordinary shares must comply with conditions to exercise the Warrants, by proceeding and sending the following documents at the above mentioned contact place for exercising of rights:

- (a) An accurately and completed form of the Warrant’s Exercise Notice.
- (b) The Warrant certificate or the Warrant substitute in form prescribed by the SET, bearing signature of holders representing the relevant number of warrants as specified in the Exercise Notice and a power of attorney letter in case that the warrant holders delegate other person to receive new certificates of the unexercised Warrants (if any) and send to the Company and/or Agent receiving exercise intention (if any).
- (c) Payment of the amount specified in the Warrant’s Exercise Notice and send pay-in slip to the Company. The Warrant Holders who wish to exercise their rights shall pay in form of cheque, cashier’s cheque, or draft which can be cashed in Bangkok Metropolitan area within 2 business days from each Notification date and shall be crossed and made payable only to “**N.D. Rubber Public Company Limited for share subscription**” Saving Account, Siam Commercial Bank Public Company Limited, Nonthaburi Branch, Account Number 302-414131-5.

In this regard, the Exercise of Warrants is considered completed and valid only if the Company receives the payment as the amount specified in the Warrant’s Exercise Notice or successfully collects such payment. In case that, the Company or the Agent receiving exercise intention (if any) could not collect such payment for any reason not caused by the Company, the Company shall deem that such Warrant Holders intend to not exercise their right and cancel their respective intention to exercise warrants. In such case, the Company and/or Agent receiving exercise intention (if any) shall return the Warrant Certificates or the Warrant substitutes together with the cheque, cashier’s cheque, or draft which could not be collected to such Warrant Holders via Registered Mail within 30 business days from each the Exercise Date. However, such cancellation shall not deprive the Warrant Holders the rights to purchase ordinary shares for the next period, except in case of the Last Exercise Period, the Company shall deem that such warrant is expired without being exercised. In such case, the Company shall not responsible for the interest and/or damages or compensations in whatsoever cases.

The Warrant Holders or the holder of Warrant substitute are liable for the payments of all taxes, duty stamps, official fees, and registration fees arising from the exercise of their rights to purchase the Company’s newly issued ordinary shares.

(d) Evidence supporting the exercise

- 1) Thai Individual Person: Certified copy of valid Identification card or the Government official card or the State enterprise employee card. (In case if the name/surname changing that cause such name/surname different from that appearing on the Warrants, additional certified copy of relevant government documents e.g. certificate of name/surname change etc. must be attached.) (In case of a minor, letter of consent of parents, certified copy of identification card of the parents and household registration having the name of the minor must be attached.)
- 2) Foreign Individual Person: Certified copy of valid foreigner certificate (alien identification card) or certified copy of valid passport.
- 3) Thai Juristic Person: Copy of corporate affidavit issued by the Ministry of Commerce not more than 6 months prior each Exercise Date, duly certified by authorized director(s) as stated in that corporate affidavit and certified copies of supporting evidences of such authorized director(s) as in 1) or 2).
- 4) Foreign Juristic Person: Copy of the certificate of incorporation and/or corporate affidavit of such legal entity, duly certified by the authorized director(s) as in 1) or 2). All documents shall be duly certified by a Notary Public in the country in which such document is issued and not more than 6 months prior to each Exercise date.
- 5) Custodian: Copy of corporate affidavit and document evidencing appointment of custodian and certified copies of supporting evidences of the authorized person(s) as in 1) or 2). All documents shall be duly certified by a Notary Public in the country in which such document is issued and not more than 6 months prior to each Exercise date.

If the Company has not received complete and accurate evidences or documents supporting the exercise, or has not received the full payment specified in the Exercise Notice, or the Company finds that the Exercise Notice is not completely and accurately filled in by the Warrant Holders, or incorrect stamp duty (if any) as required by the related laws and regulations. The Warrant Holders shall rectify the found errors within the particular Notification period, if the Warrant Holders fail to correct them within such period, the Company shall deem that the Warrant Holders intend to cancel their respective intention to exercise warrants and the Company shall return Warrant certificate or warrant substitute and the payment with no interest reimbursement in all cases to the Warrant Holders through registered mail within 30 days from each Exercise date by processes and conditions determined by the Company.

4.3 The number of Warrants to be exercised must be in a whole number.

5. Payment Method / Bill of Payment

1. Payment in form of cheque, cashier's cheque, or draft which can be cashed in Bangkok Metropolitan area within 2 business days with the date indicated no later than 26 April 2024 and filling date 29-30 April 2024.



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2. Payment by Bank Transfer

Money transfer to Saving Account Number 302-414131-5, Siam Commercial Bank Public Company Limited, Nonthaburi Branch, payable to “**N.D. Rubber Public Company Limited for share subscription**”, and *must transfer within 30 April 2024, 3.00 p.m.* Filling date is on 18 April 2024 – 2 May 2024 and enclose the evidence of such transfer as well as specify name–surname and contact telephone number.

In the event that the payment cannot be collected within 2 May 2024 due to any reason not caused by the Company, it is assumed that the Warrant Holders has withdrawn their intention to exercise the Warrants and the Company shall be correspondingly agreed to regard it as the cancellation of the exercise for such period. However, such a cancellation shall not deprive the Warrant Holders’ right to subscribe to the Company’s newly issued ordinary shares for the remaining exercise periods. In addition, the Warrant Holder has a responsibility to pay for their duty stamp which derives from the subscription action.

If you have any query about the exercising, please contact a contact person which has been mentioned above during business hours (Monday to Friday, 9.00 a.m. to 3.00 p.m.).

Please be informed accordingly.

Your faithfully,

Signed..... Managing Director

(Mr. Chaityasit Samrittivanicha)