

(F 53-4)

Capital Increase Report Form
Thai Plaspac Public Company Limited
February 22, 2013

We, Thai Plaspac Public Company Limited would like to report the resolutions of the Board of Directors' Meeting No. 1/2013 held on February 22, 2013 during 10.30 a.m. to 12.00 a.m. regarding capital increase and shares allotment as follow:

1. Change in Capital

The Board of Directors' Meeting has resolved to increase the Company's registered capital from 100.00 Million Baht to 255.00 Million Baht by issuing 155,000,000 ordinary shares at par value of 1.00 Baht per shares in total of 155.00 Million Baht. Characteristics of the capital increase are as follow

Capital Increase	Type of Shares	Number of shares	Par Value (Baht per share)	Total (Million Baht)
☐ Specific Objective	Ordinary shares	155,000,000	1.00	155.00
	Preferred shares	-	-	-
☐☐ General Mandate	-	-	-	-

2. Share Allotment

2.1 Specific Objectives

Allotted to	Number of shares	Ratio (old : new)	Offering Price (Baht per share)	Subscription and Payment	Remark(s)
Existing Shareholders	100,000,000	1 : 1	-	To reserve for stock dividend payment	Stock dividend
Public	-	-	-	-	-
Any person(s)	-	-	-	-	-
To reserve for the conversion/exercises of securities					
1) Warrants, that will be allotted to existing shareholders in proportion to their holding	50,000,000	2 existing shares : 1 warrant	- Allot to existing shareholder free of charge - Exercise price of 5.00 Baht per shares (Exercise ratio of 1	Details as in Attachment 1	

			warrant : 1 ordinary share)		
2) Warrants, that will be allotted to directors and/or employees	5,000,000	-	- Allot to directors and/or employees free of charge - Exercise price of 4.00 Baht per shares (Exercise ratio of 1 warrant : 1 ordinary share)	Details as in Attachment 2	

Remark: The Company sets the Record Date to determine the list of shareholders entitled to received stock dividends and warrant that will be allotted to existing shareholders in proportion to their holding on May 9, 2013 and the closing date of share registration book to collect the list of shareholders under Section 225 of the Securities and Exchange Act on May 10, 2013.

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

- For allotment of dividend shares, there will be no fraction of shares as the allotment ratio is at 1 existing share per 1 dividend share.

- For allotment of underlying shares as reserve for the exercise of warrant, in case there is any fraction of shares remaining any fraction of shares shall be disregarded

2.3 The Number of shares remaining from the allotment

- None -

3 Schedule for the Annual/Extraordinary General Meeting of Shareholders to approve the capital increase and share allotment

Set the Annual General Meeting of Shareholders No. 1/ 2013 on April 23, 2013 at 10.30 a.m at conferenc room 25thFloor Modernform Tower Building 699 Srinakarind road Suan Luang Bangkok by

•• Set the Book Closing Date to suspense shares transfer for the right to attend the Shareholders' Meeting from.....until such the meeting is adjourned

• Set the Record Date to determine the list of shareholders entitled to attend the Shareholders' Meeting on March 13, 2013 and the closing date of share registration book to collect the list of shareholders under Section 225 of the Securities and Exchange Act on March 14, 2013 (the next business day following the Record Date)

4 Approval of the capital increase/share allotment by relevant government agencies and conditions thereto (if any)

4.1 To obtain approval from the Annual General Meeting of Shareholders No. 1/2013.

4.2 To register the capital increase and paid-up capital with Business Development Department, Ministry of Commerce.

4.3 Comply with relevant rules and regulations of the Stock Exchange and the Office of Securities and Exchange Commission

4.4 To obtain approval from the Stock Exchange for the listing of shares from dividend stock, warrants allotted to existing shareholders, shares from the exercise of warrants allotted to existing shareholders as well as shares from the exercise of warrants allotted to directors and/or employees on the Stock Exchange.

5. Objective of the capital increase and plans to utilize the proceeds received from the capital increase

- To reserve for stock dividend allot to existing shareholders of the Company in proportion to their holding the exercise of warrants allotted to existing shareholders in proportion to their holding and the exercise of warrants allotted to directors and/or employees

- To use the proceeds as working capital and reserve for future business expansion

6. Benefits that the Company will receive from the capital increase/share allotment

- To increase liquidity of the Company's stock in the Stock Exchange and the Company will utilize the proceeds from the exercise of warrant as working capital to enhance its business capability.

- To motivate directors and/or employees who are key personals and to encourage employees' senses of ownership as well as motivate them to fully perform their duty for maximum benefit of the Company in the long term

7. Benefits that the shareholders will receive from the capital increase/share allotment

7.1 Dividend policy

The Company has policy to pay dividend at the rate of not less than 50 percent of net profit after corporate income tax. This dividend payment is subject to change depending on business performance, business expansion plan, liquidity status and other necessity and suitability in the future.

7.2 Shareholders who subscribed for this capital increase will have right to receive dividend from the operating performance starting from

Shareholders who will be allotted with stock dividend and warrants will have right to receive dividend along with right to attend and vote in shareholders' meeting as shareholders of the Company from the date that their name appears on the share registration book after the Company has registered at Ministry of Commerce.

7.3 Others

Return on investment for shareholders

8. Any other necessary details for shareholders to consider for approval of the capital increase/share allotment

This allotment of dividend stock, the issuance and offering of warrant allotted to existing shareholders in proportion to their holding the issuance and offering of warrant allotted to directors and/or employee will have the effect to shareholders as described in Attachment 1 and 2.

9 Schedule of actions in case the Board of Directors of the Company resolves to approve the capital increase/share allotment

	Proceedings	Date
1.	The Board of Director has resolution approving the capital increase / share allotment	February 22, 2013
2.	The Record Date to determine the list of shareholders for the right to attend the Annual General Meeting of Shareholders	March 13, 2013
3.	The closing date of share registration book to collect the list of shareholders for the right to attend the Annual General Meeting of Shareholders	March 14, 2013
4.	The Annual General Meeting of Shareholders	April 23, 2013
5.	Registration of Capital Increase with the Ministry of Commerce	Within 14 days after the date of approval from the shareholders' meeting
6.	The Record Date to determine the list of shareholders for the right to received stock dividend and warrants	May 9, 2013
7.	The closing date of share registration book to collect the list of shareholders for the right to received stock dividend and warrants	May 10, 2013
8.	Issue and Allotment Date of stock dividend and warrants to shareholders	May 22, 2013
9.	Issue and Allotment Date of warrants to directors and/or employees	May 22, 2013
10.	Registration of Capital Increase with the Ministry of Commerce	Within 14 days after the allotment of dividend stock
11.	Listing of stock dividend and warrants allotted to existing shareholders in proportion to their holding on the Stock Exchange	Will inform the date later

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

Signature..... Authorized Director

(Mr. Yothin Nengchamrong)

Chief Executive Director

Signature..... Authorized Director

(Mr. Theerawit Busayapoka)

Managing Director