

**Thaifoods Group Public Company Limited**

No.1010, Shinawatra Tower 3, 12th Fl., Vibhavadi-Rangsit Road,
Chatuchak Subdistrict, Chatuchak District, Bangkok 10900,

Tel: (02) 513-8989 Fax: (02) 513-9060 Registration Number: 0107557000292

Ref: TFG/IR-SET-24-004

13 March 2024

Subject Notification of the Last Exercise of Rights to Purchase Ordinary Shares under the Warrants TFG-W3 (the Last Exercise)

Attention: President
The Stock Exchange of Thailand

Thaifoods Group Public Company Limited (“the Company”) has just issued the Warrants to purchase the Company’s ordinary share No.3 (TFG-W3) in the total amount of 560,757,277 units. Warrant holders can exercise their rights to purchase the Company’s ordinary share on the last business day of May and November throughout three years from the issuance date (“Exercise Date”). The Company would like to inform about the details regarding the Last Exercise Right of warrant (TFG-W3) as follows:

- | | | | |
|----|---|---|---|
| 1. | Last Exercise Date | : | 13 May 2024 |
| 2. | Last Trading Day of the Warrants | : | 17 April 2024 |
| 3. | Closing Date of Register Book to suspend transfer of Warrants | : | The register book will be closed on 22 April 2024 until 13 May 2024 (totaling 21 days prior to the last Exercise Date) |
| 4. | Trading suspension period of the Warrants (posting of SP sign) | : | The Company requests the SET to suspend the trading of the Warrants or to post the SP sign on TFG-W3 from 18 April 2024 to 13 May 2024. |
| 5. | Expiration of Warrants | : | From 14 May 2024 onwards, TFG-W3 will be expired and while the SET will delist such warrants as the listed securities. |
| 6. | Period for the Notification of the Intention to Exercise the Warrants (the Last Exercise) | : | During the period of 15 Days prior to the Exercise Date; 26 April 2024 to 10 May 2024, from 9.00 a.m. - 4.00 p.m. |
| 7. | Exercise ratio | : | 1 unit of warrant for the right to purchase 1 ordinary share |
| 8. | Exercise price | : | Baht 5.50 per share |

9. Documents for the Notification of Intention to Exercise the Warrants

The Warrant Holders who wish to exercise their right to purchase ordinary shares shall comply with the conditions to exercise the Warrants, by proceeding and sending the following documents to the Company:

- 9.1 An Exercise Notification Form to purchase ordinary shares that is correctly, clearly and completely filled out in all sections, signed by the Warrant Holders and sent to the Company within the Exercise Period. The Warrant Holders can obtain the Exercise Notification Form to exercise their right to purchase ordinary shares of the Company within each Notification Period at the Contact Place for the Exercise or can download the Exercise Notification Form from the Company's website (www.tfg.co.th).
- 9.2 The Warrants or the Warrant Substitutes, in the form prescribed by the Stock Exchange, bearing the signatures of the Warrants Holders representing the relevant number of the Warrants as specified in the Exercise Notification Form and a power of attorney in the case that the Warrant Holders delegate another person to receive the new Warrants of the unexercised portion (if any).
- 9.3 The Warrant Holders shall make payment in the amount specified in the Exercise Notification Form and submit the evidence of payment to the Company by means of one of the following means:

1) Fund transfer (**Between 26 April 2024 - 10 May 2024**)

The Warrant Holders who wish to exercise their rights by fund transfers to Krungthai Bank, Nana Nua Office, Saving Account, Account Name **"Thaifoods Group Public Company Limited for Share Subscription"**, Account No. 000-0-56071-5. All evidence of payment shall be delivered to the Company on or before 10 May 2024 (Within 15.30 hrs.).

2) Cheque, draft, or cashier's cheque (**Date of issuance on or before 9 May 2024**)

The Warrant Holders who wish to exercise their rights by paying for the price of the shares via cheque, draft, or cashier's cheque shall do so via cheque, draft, or cashier's cheque which can be taken for collection in Bangkok at the Thailand Clearing House Co., Ltd. within one business day of its issuance, provided that it is crossed and made payable to **"Thaifoods Group Public Company Limited for Share Subscription"**.

The Warrant Holders who wish to exercise their rights shall write their shareholders' identification number (as set out in the Warrants) or their national identification number, name, surname, and telephone number on the back of the cheque, draft, or cashier's cheque. The Warrant Holders shall only pay once for each subscription form. All evidence of payment shall be delivered to the Company on or before 9 May 2024 (Within 15.30 hrs.).

The Company will not accept any documents relating to the subscription for the newly-issued ordinary shares via mail, cheques issued in provinces other than Bangkok, drafts, or cashier's cheques sent via mail, and payments for the share subscription made in cash.

The Warrant Holders who wish to exercise their right to purchase ordinary shares shall be responsible for additional expenses and/or transaction fee charged from banks (if any).

10. The Warrant Holders shall be responsible for the stamp duty or applicable tax (if any) in accordance with the Revenue Code, or any regulation or any law governing the exercise of the Warrants.

10.1 Supporting evidence for share subscription

- | | |
|--|---|
| 1) Natural Person of Thai Nationality: | A certified true copy of a valid identification card or governmental officer identification card / state enterprise officer identification card (in the case of any change in name/surname which causes the name/surname to be different from the name/surname appearing on the Warrants, a copy of any document issued by the governmental authority e.g. certificate of name/surname change, etc. must be enclosed). |
| 2) Natural Person of Alien Nationality: | A certified true copy of a valid alien identification card or passport. |
| 3) Juristic Person of Thai Nationality: | A certified true copy of the affidavit issued by the Ministry of Commerce for a period of no longer than six months prior to the respective Exercise Date, duly signed by the authorized director(s) whose name(s) appear on the affidavit along with a certified true copy of the documents specified in Clause 1) or 2) of the authorized director(s) (as the case may be). |
| 4) Juristic Person of Alien Nationality: | A certified true copy of the certificate of incorporation and/or affidavit of such legal entity for a period of no longer than six months prior to the respective Exercise Date, duly signed by the authorized director(s) and a certified true copy of the documents specified in Clauses 1) or 2) of the authorized director(s) (as the case may be). All certified documents as mentioned above have to be notarized by a notary public and Thai embassy of the country issuing such documentation for a period of no longer than twelve months prior to the respective Exercise Date. |

5) Custodians:

A certified true copy of the certificate of incorporation, notarization by a notary public of the country issuing such documentation, including a letter of custodian appointment and a certified true copy of the documents specified in Clauses 1) or 2) of the authorized signatory (as the case may be).

If a Warrant Holder fails to submit the aforementioned supporting documents when exercising the Warrants, the Company reserves the right to deem that such Warrant Holder does not intend to exercise the rights under the Warrants on the relevant Exercise Date. Nevertheless, the Company may use its discretion to allow such Warrant Holder to exercise the Warrants as it deems appropriate.

11. The exercise of warrant is subject to the Terms and Conditions Governing Rights and Obligations of the Issuer and the Holders of Warrants Representing Right to Purchase Ordinary Shares of Thaifoods Group Public Company Limited No.1 (TFG-W3) dated 14 May 2021.
12. Contact Place

Investor Relations Department (Do not accept any documents via mail)

Thaifoods Group Public Company Limited
Shinawatra Tower 3 Building, 12th floor
1010, Vibhavadi Rangsit Road, Chatuchak, Bangkok 10900
Telephone: 0-2513-8989 ext. 103
Mobile: 061-418-8844, 081-991-6977
E-mail: Investorrelations@tfg.co.th

Please be informed accordingly

Sincerely yours,
Signature

(Mr. Winai Teawsomboonkij)
Chief Executive Officer



No.....

Exercise Notification Form to purchase Ordinary Shares of Thaifoods Group Public Company Limited No. 3 or "TFG-W3"

Date of notifying of intention

To The Board of Directors of Thaifoods Group Public Company Limited ("the Company")

I/We (Mr./Mrs./Ms./Juristic Person/Others..).....Warrant holder registration no.....

Please specify type of subscribers ☐ Natural Person of Thai Nationality Identification no..... ☐ Natural Person of Alien Nationality Alien registration/Passport no.....
☐ Juristic Person of Thai Nationality Company registration no..... ☐ Juristic Person of Alien Nationality Company Registration no.....

I hereby inform that I am a Natural Person/Juristic Person of American nationality (including persons with dual nationality) ☐ Yes ☐ No If "Yes", please specify Passport no.....

Date of Birth (B.E.)...../...../..... Gender Nationality Occupation

Address no..... Building/Village..... Soi..... Road.....

Sub district..... District..... Province..... Postal code.....

Contact number Telephone no..... Mobile no..... E-mail

Tax payer ID No..... Type of tax payment ☐ non-withholding tax ☐ withholding taxTrue beneficial ownerIn case of natural person ☐ myself ☐ others (specify)..... ☐ In case of juristic person, specify

As a holder of warrant(s) of the Company, I/We hereby express my/our intention to exercise the right to purchase the ordinary shares of the Company as follow;

Number of warrants to be exercised (units)	Exercise Ratio	Number of shares received from exercised warrants (shares)	Exercise price (Baht per share)	Total payment (Baht)	Total amount (in words)
	1 warrant for 1 ordinary share		5.50		

I/We have delivered the warrant certificates or temporary warrant certificate and receive the less warrants, which are not exercised (if any)

Amount of Delivered warrant certificates or temporary warrant certificate.....units details as follows;

Warrant Certificate(s) no..... Amount.....units Amount of the less warrants which are not exercised (if any).....units

Payment Method

I/We herewith submit for the payment of the ordinary shares that could be cashed in Bangkok only: by

- ☐ Money transfer/ Krungthai Bank, Nana Nua Office, Saving Account, Account Name "Thaifoods Group Public Company Limited for Share Subscription" , Account No. 000-0-56071-5
☐ Cheque ☐ Cashier Cheque ☐ Draft Cheque / Cashier Cheque / Draft no..... Dated..... Bank..... Branch.....

Made payable to "Thaifoods Group Public Company Limited for Share Subscription", on or before 9 May 2024 between 9.00 hr. to 15.30 hr.

Can be taken for collection in Bangkok at the Thailand Clearing House Co., Ltd. within one business day of its issuance

Delivery of the Ordinary shares derived from the Exercise of the Warrants

If the newly issued ordinary shares are allotted to me/us, I/We hereby agree and instruct the Company to proceed as follows (Please mark in front of your choice)

- ☐ Scriptless system: securities to be credited into my trading account Issue securities certificate under the name of "Thailand Securities Depository Company Limited for Depositors" for the allotted securities and arrange for participant name..... broker number.....(please see list of broker on the back of this form) to deposit those securities with Thailand Securities Depository Company Limited for securities trading account name.....number.....which I have with the mentioned securities company.
☐ Issue a share certificate in the name of "Thailand Securities Depository Company Limited" ("TSD") and deposit those securities with Thailand Securities Depository Company Limited under Issuer's account, for my name, account number 600. (Please completely fill out a Form for Issuer Account and a Form for Declaration of Status as U.S. or Non-U.S. Person attached to Thailand Securities Depository Company Limited" ("TSD")
☐ Script system: issue securities certificate for the allotted securities under my name and deliver to my address referred to above by registered postal mail within 15 days after the end of exercise period.

Receiving the part of warrants not exercise (if any)

I/We will receive the part of warrants not exercised (if any) (Choose one of the following choices)

- ☐ Issue the warrants that is not exercised to "Thailand Securities Depository Co., Ltd. for Depositors" and assign (Broker) Broker no. to deposit the issued warrants with TSD for securities trading account numberwhich I/we have with the mentioned securities company.
☐ Issue securities certificates under the name of "Thailand Securities Depository Company Limited" ("TSD") for the allotted securities and deposit those securities with Thailand Securities Depository Company Limited under Issuer's account, for my name, account number 600.
☐ Assign the Company to deliver the warrants to me/us to the registered address with TSD by mail within 15 days after the end of exercise period.

I/We hereby undertake and agree to buy the above amount of ordinary shares or any amount as allotted by the Company and shall not revoke this subscription. However, if I/We do not return this duly completed exercise notification form and pay for the subscription to the Company within the exercise period or cheque/cashier cheque/draft has not been honored, I/We shall be deemed to have not exercised the warrants.

*Please be aware that there is risk involved in securities investment,
Please read the information memorandum thoroughly before subscribing*

signature.....Subscriber
(.....)

**Exercise Notification Receipt for Warrant Exercise of ordinary shares of Thaifoods Group Public Company Limited (Please fill in this part too)**

No.....

Date of notifying of intention

Thaifoods Group Public Company Limited receives money from (The name as specified in the Exercise Notification Form).....

for exercising the rights of warrants to purchase ordinary shares of the Company of shares at Baht 5.50 per share totaling..... Baht

Made payable by ☐ Money transfer ☐ Cheque ☐ Cashier Cheque ☐ Draft

Cheque / Cashier Cheque / Draft no Dated Bank Branch

- ☐ Issue a share certificate in the name of "Thailand Securities Depository Company Limited for the Depositors" Participant No.Security trading account no.
☐ Issue a share certificate in the name of "Thailand Securities Depository Co., Ltd." and deposit those share under Issuer account for my name account number 600
☐ Issue a share certificate in the name of subscriber

Authorized Officer.....

List of Participant Number

BROKER			
ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name	ผู้ฝาก เลขที่Participant No.	ชื่อบริษัท Company Name
002	บริษัทหลักทรัพย์ ทิสโก้ จำกัด TISCO SECURITIES COMPANY LIMITED	032	บริษัทหลักทรัพย์ ดาโอ (ประเทศไทย) จำกัด (มหาชน) DAOL SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
003	บริษัทหลักทรัพย์ ฟาย จำกัด (มหาชน) PI SECURITIES PUBLIC COMPANY LIMITED	034	บริษัทหลักทรัพย์ ฟิลลิป (ประเทศไทย) จำกัด (มหาชน) PHILLIP SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
004	บริษัทหลักทรัพย์ ดีบีเอส วิกเคอร์ส (ประเทศไทย) จำกัด DBS VICKERS SECURITIES (THAILAND) COMPANY LIMITED	038	บริษัทหลักทรัพย์ บียอนด์ จำกัด (มหาชน) BEYOND SECURITIES PUBLIC COMPANY LIMITED
005	บริษัทหลักทรัพย์ แลนด์ เฮาส์ จำกัด (มหาชน) LAND AND HOUSES SECURITIES PUBLIC COMPANY LIMITED	048	บริษัทหลักทรัพย์ ไอรา จำกัด (มหาชน) AIRA SECURITIES PUBLIC COMPANY LIMITED
006	บริษัทหลักทรัพย์ เกียรตินาคินภัทร จำกัด (มหาชน) KIATNAKIN PHATRA SECURITIES PUBLIC COMPANY LIMITED	050	บริษัทหลักทรัพย์ เอสเอสแอล จำกัด ASL SECURITIES COMPANY LIMITED
007	บริษัทหลักทรัพย์ ซีจีเอส อินเตอร์เนชั่นแนล (ประเทศไทย) จำกัด CGS INTERNATIONAL SECURITIES (THAILAND) COMPANY LIMITED	051	บริษัทหลักทรัพย์ เอสบีไอ ไทย ออนไลน์ จำกัด SBI THAI ONLINE SECURITIES COMPANY LIMITED
008	บริษัทหลักทรัพย์ เอเชีย พลัส จำกัด ASIA PLUS SECURITIES COMPANY LIMITED	052	บริษัทหลักทรัพย์ จีเอ็มโอ-แซด คอม (ประเทศไทย) จำกัด (มหาชน) GMO-Z COM SECURITIES (THAILAND) PUBIC COMPANY LIMITED
010	บริษัทหลักทรัพย์ เมอร์ริล ลินช์ (ประเทศไทย) จำกัด MERRILL LYNCH SECURITIES (THAILAND) LIMITED	053	บริษัทหลักทรัพย์ ลิเบอเรเตอร์ จำกัด LIBERATOR SECURITIES CO.,LTD.
011	บริษัทหลักทรัพย์ กสิกรไทย จำกัด (มหาชน) KASIKORN SECURITIES PUBLIC COMPANY LIMITED	200	บริษัทหลักทรัพย์ เมย์แบงก์ (ประเทศไทย) จำกัด (มหาชน) MAYBANK SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
013	บริษัทหลักทรัพย์ เคจีไอ (ประเทศไทย) จำกัด (มหาชน) KGI SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	211	บริษัทหลักทรัพย์ ยูบีเอส (ประเทศไทย) จำกัด UBS SECURITIES (THAILAND) LIMITED
014	บริษัทหลักทรัพย์ กรุงศรี พัฒนสิน จำกัด (มหาชน) Krungsri Capital Securities Public Company Limited	221	บริษัทหลักทรัพย์ เมอร์ชันทน์ พาร์ทเนอร์ จำกัด (มหาชน) MERCHANT PARTNERS SECURITIES LIMITED.
015	บริษัทหลักทรัพย์ คิงส์ฟอร์ด จำกัด (มหาชน) KINGSFORD SECURITIES PUBLIC COMPANY LIMITED	224	บริษัทหลักทรัพย์ บัวหลวง จำกัด (มหาชน) BUALUANG SECURITIES PUBLIC COMPANY LIMITED
016	บริษัทหลักทรัพย์ธนาชาต จำกัด (มหาชน) THANACHART SECURITIES PUBLIC COMPANY LIMITED	225	บริษัทหลักทรัพย์ ซี แคล เอส เอ (ประเทศไทย) จำกัด CLSA SECURITIES (THAILAND) LIMITED
019	บริษัทหลักทรัพย์ หยวนต้า (ประเทศไทย) จำกัด YUANTA SECURITIES (THAILAND) COMPANY LIMITED	229	บริษัทหลักทรัพย์ เจพีมอร์แกน (ประเทศไทย) จำกัด JPMORGAN SECURITIES (THAILAND) LIMITED
022	บริษัทหลักทรัพย์ ทริनिตี จำกัด TRINITY SECURITIES COMPANY LIMITED	230	บริษัทหลักทรัพย์ โกลเบล็ก จำกัด GLOBLEX SECURITIES COMPANY LIMITED
023	บริษัทหลักทรัพย์ อินโนเวสต์ เอกซ์ จำกัด INNOVESTX SECURITIES COMPANY LIMITED	242	บริษัทหลักทรัพย์ ซิตี้คอร์ป (ประเทศไทย) จำกัด CITICORP SECURITIES (THAILAND) LIMITED)
026	บริษัทหลักทรัพย์ยูเคบี เคย์เฮียน (ประเทศไทย) จำกัด (มหาชน) UOB KAY HIAN SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	244	บริษัทหลักทรัพย์ แมคควารี (ประเทศไทย) จำกัด MACQUARIE SECURITIES (THAILAND) LIMITED
027	บริษัทหลักทรัพย์ อาร์เอชบี (ประเทศไทย) จำกัด (มหาชน) RHB SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	248	บริษัทหลักทรัพย์ กรุงไทย เอ็กซ์สปริง จำกัด KRUNGTHAI XSPRING SECURITIES COMPANY LIMITED
029	บริษัทหลักทรัพย์ กรุงศรี จำกัด (มหาชน) KRUNGSRI SECURITIES PUBLIC COMPANY LIMITED	924	บริษัทหลักทรัพย์ ฟินันเซีย ไชรัส จำกัด (มหาชน) FINANSIA SYRUS SECURITIES PUBLIC COMPANY LIMITED
030	บริษัทหลักทรัพย์ ไอ วี โกลบอล จำกัด (มหาชน) I V GLOBAL SECURITIES PUBLIC COMPANY LIMITED		
SUB-BROKER			
258	บริษัท หลักทรัพย์ เคเคพี โดม จำกัด KKP DIME SECURITIES COMPANY LIMITED		
CUSTODIAN			
236	ธนาคาร ทิสโก้ จำกัด (มหาชน) TISCO BANK PUBLIC COMPANY LIMITED	330	ธนาคารฮ่องกงและเซี่ยงไฮ้แบงกิงคอร์ปอเรชั่น จำกัด (เพื่อตราสารหนี้) THE HONGKONG AND SHANGHAI BANKING CORPORATION LIMITED- BOND
245	ธนาคารทหารไทยธนชาต จำกัด (มหาชน) TMBTHANACHART BANK PUBLIC COMPANY LIMITED	334	บริษัทหลักทรัพย์เพื่อธุรกิจหลักทรัพย์ จำกัด (มหาชน) (คัสโตเดียน) TFSC SECURITIES PUBLIC COMPANY LIMITED - CUSTODIAN
301	ธนาคารซีทีเอ็มบี เค.เอ.(CUSTODY SERVICES) CITIBANK, N.A. - CUSTODY SERVICES	336	ธนาคารเกียรตินาคินภัทร จำกัด (มหาชน) Kiatnakin Phatra Bank Public Company Limited
302	ธนาคารไทยพาณิชย์ จำกัด (มหาชน) THE SIAM COMMERCIAL BANK PUBLIC COMPANY LIMITED	337	ธนาคารทหารไทยธนชาต จำกัด (มหาชน) TMBTHANACHART BANK PUBLIC COMPANY LIMITED
303	ธนาคารกรุงเทพ จำกัด (มหาชน) - ผู้รับฝากทรัพย์สิน BANGKOK BANK PUBLIC COMPANY LIMITED-CUSTODY	339	ธนาคาร ทิสโก้ จำกัด (มหาชน) (เพื่อรับฝากทรัพย์สิน) TISCO BANK PUBLIC COMPANY LIMITED (CUSTODIAN)
304	ธนาคารฮ่องกงและเซี่ยงไฮ้ แบงกิง คอร์ปอเรชั่น จำกัด THE HONGKONG AND SHANGHAI BANKING CORPORATION LIMITED BKK.	340	ธนาคาร เจพีมอร์แกน เชส (เพื่อค้าตราสารหนี้) JPMORGAN CHASE BANK (BOND TRADING)
305	ธนาคารกรุงไทย จำกัด (มหาชน) THE KRUNG THAI BANK PUBLIC COMPANY LIMITED	343	ธนาคาร ซีไอเอ็มบี ไทย จำกัด (มหาชน) CIMB THAI BANK PUBLIC COMPANY LIMITED
308	ธนาคารกสิกรไทย จำกัด (มหาชน) KASIKORNBANK PUBLIC COMPANY LIMITED	350	บริษัทหลักทรัพย์ สยามเวลธ์ จำกัด SIAM WEALTH SECURITIES COMPANY LIMITED
312	ธนาคารสแตนดาร์ดชาร์เตอร์ด (ไทย) จำกัด (มหาชน) STANDARD CHARTERED BANK (THAI) PUBLIC COMPANY LIMITED	351	บริษัทหลักทรัพย์ เวลธ์ แมจิก จำกัด WEALTH MAGIK SECURITIES COMPANY LIMITED
316	ธนาคารไอซีบีซี (ไทย) จำกัด (มหาชน) INDUSTRIAL AND COMMERCIAL BANK OF CHINA (THAI) PUBLIC COMPANY LIMITED	352	บริษัทหลักทรัพย์ บลูเบลล์ จำกัด BLUEBELL SECURITIES COMPANY LIMITED
320	ธนาคารดอยช์แบงก์ เอจี สาขากรุงเทพ-เพื่อรับฝากทรัพย์สิน DEUTSCHE BANK AKTIENGESSELLSCHAFT BANGKOK BRANCH - CUSTODY SERVICES	412	บริษัท ศรีสวัสดิ์ แคปปิตอล 1969 จำกัด (มหาชน) Srisawad Capital 1969 Public Company Limited
328	ธนาคารกรุงศรีอยุธยา จำกัด (มหาชน) BANK OF AYUDHYA PUBLIC COMPANY LIMITED	425	ธนาคารกรุงไทย จำกัด (มหาชน) (เพื่อลูกค้า) KRUNG THAI BANK PUBLIC COMPANY LIMITED (FOR CUSTOMER)
329	ธนาคารทหารไทยธนชาต จำกัด (มหาชน) TMBTHANACHART BANK PUBLIC COMPANY LIMITED	432	ธนาคารกรุงศรีอยุธยา จำกัด (มหาชน) - เพื่อพันธบัตร Bank of Ayudhya Public Company Limited – For Bond