



Ref. NEP027-2018

February 21, 2018

Subject : Clarification on the offering securities via private placement at the price not lower than 90% of the market price

Attention : President
The Stock Exchange of Thailand

Whereas the Extraordinary General Meeting of the Shareholders No. 1/2018 held on January 18, 2018 of NEP Realty and Industry Public Company Limited (the "Company") approved various matters regarding the capital increase and the allocate of 460,000,000 newly issued ordinary shares with a par value of Baht 1.00 per share to VAVA PACK Company Limited ("VAVA") under the private placement scheme which is not a connected person of the Company, at the offering price of Baht 0.405 per share.

Therefore, the Company has determined the timetable of subscription and payment period of the newly issued ordinary shares to the private placement between February 22 - 23, 2018. The Company therefore determined the period for calculated market price from the weighted average price of the Company's ordinary shares traded on the Stock Exchange of Thailand for 15 consecutive business days prior to the first date on which the newly issued ordinary shares of the Company have been subscribed, between February 1 - 21, 2018, to consider the Silent Period on the case of the offering of securities under the private placement scheme at the offering price of lower than 90% of the market price. The calculation of the weighted average price for 15 consecutive business days prior to the first date on which the newly issued ordinary shares of the Company have been subscribed are as follows:

	Date	Volume (Shares)	Value (Baht)
1	February 1, 2018	138,100	60,900
2	February 2, 2018	620,900	273,200
3	February 5, 2018	254,133	112,030
4	February 6, 2018	631,000	277,520
5	February 7, 2018	414,033	182,360
6	February 8, 2018	91,900	40,610
7	February 9, 2018	727,200	320,130
8	February 12, 2018	117,900	52,570
9	February 13, 2018	488,000	214,880
10	February 14, 2018	235,200	103,490
11	February 15, 2018	229,600	101,120
12	February 16, 2018	839,900	369,560

	Date	Volume (Shares)	Value (Baht)
13	February 19, 2018	482,700	212,550
14	February 20, 2018	510,000	224,400
15	February 21, 2018	609,400	268,220
	Total	6,389,966	2,813,540
	The weighted average price for 15 consecutive business days (Baht per share)		0.440
	90% of the weighted average price for 15 consecutive business days (Baht per share)		0.396

Therefore, the offering price of Baht 0.405 per share is higher than 90% of the weighted average price for 15 consecutive business days prior to the first date on which the newly issued ordinary shares of the Company have been subscribed, which is not deemed the offering of newly issued ordinary shares at a price lower than the market price. The Silent Period therefore does not apply, which is in accordance with the Notification of the Stock Exchange of Thailand (“the SET”) regarding Rules, Conditions and Procedures Governing the Listing of Ordinary or Preferred Shares Issued for Capital Increase B.E.2558 (2015) dated May 11, 2015.

Moreover, although the offering price of newly issued ordinary shares to VAVA is higher than the weighted average price for 15 consecutive business days prior to the first date on which the newly issued ordinary shares of the Company have been subscribed, but VAVA agrees not to sell the newly issued ordinary shares (Silent Period) which receives from subscription for a period of 1 year from the trading date on the SET. Upon the expiry of the 6-month period of the prescribed time, VAVA can sell 25% of such shares.

Please be informed and disseminate to investors accordingly

Yours sincerely,

(Mr. Vee Worasakyothin)

Managing Director