



บริษัท เอ็นอีที อสังหาริมทรัพย์และอุตสาหกรรม จำกัด (มหาชน)  
NEP REALTY AND INDUSTRY PUBLIC COMPANY LIMITED  
Public Company Registration No. 0107537000831



Ref. NEP028-2018

February 21, 2018

Subject : No Rights Adjustment of the Exercise Ratio and Exercise Price of the Warrants to purchase ordinary shares of the Company No. 3 (NEP-W3)

Attention : President  
The Stock Exchange of Thailand

Whereas the Extraordinary General Meeting of the Shareholders No. 1/2018 of NEP Realty and Industry Public Company Limited's (the "Company"), held on January 18, 2018 approved to increase registered capital of the Company from Baht 2,348,135,754 to Baht 2,808,135,754 by issuing 460,000,000 new ordinary shares with par value of Baht 1.00 per share and approve the allotment of 460,000,000 newly issued ordinary shares to VAVA PACK Company Limited ("VAVA") under the private placement scheme which is not a connected person of the Company at an offering price of Baht 0.405 per share.

According to the Terms and Conditions Governing Rights and Obligations of the Warrants to purchase ordinary shares of Company No. 3 (NEP-W3) as set in Clause 1.4 (C) determined the Company shall adjust new Exercise Price and new Exercise Ratio of NEP-W3 in case of the Company offers to sell its newly issued ordinary shares to private placement at an offering price lower than the market price of the Company's ordinary shares and the difference is larger than 10% during the 7 consecutive business days before the first day that the newly issued ordinary shares are offered to the private placement. Moreover, the offering of the said 460,000,000 newly issued ordinary shares at an offering price of Baht 0.405 per share is not lower than the market price of the Company's ordinary shares and the difference is larger than 10%.

Therefore, the weighted average of the Company's share price on SET during the 7 consecutive business days before the first day that the newly issued ordinary shares are offered to the private placement (February 22, 2018) between February 13, 2018 to February 21, 2018 are as follows:

	Date	Volume (Shares)	Value (Baht)
1	February 13, 2018	488,000	214,880
2	February 14, 2018	235,200	103,490
3	February 15, 2018	229,600	101,120
4	February 16 2018	839,900	369,560
5	February 19, 2018	482,700	212,550

	<b>Date</b>	<b>Volume (Shares)</b>	<b>Value (Baht)</b>
6	February 20, 2018	510,000	224,400
7	February 21, 2018	609,400	268,220
	Total	3,394,800	1,494,220
	The weighted average price for 7 consecutive business days (Baht per share)		0.440
	90% of the weighted average price for 7 consecutive business days (Baht per share)		0.396

Therefore, the offering of the said 460,000,000 newly issued ordinary shares at an offering price of Baht 0.405 per share will not meet the condition for the adjustment of the right of the warrants pursuant to the Terms and Conditions Governing Rights and Obligations of the Warrants to purchase ordinary shares of Company No. 3 (NEP-W3) whereby the exercise price and the exercise ratio of NEP-W3 will be remained as follows:

Exercise Price : Baht 0.55 per share

Exercise Ratio : 1 unit of Warrants shall be entitled to purchase 1 Newly Issued Ordinary Share

Please be informed and disseminate to investors accordingly

Yours sincerely,

(Mr. Vee Worasakyothin)

Managing Director