



Ref.NEP006/2021

February 25, 2021

Subject: Schedule of the 2021 Annual General Meeting of Shareholders, No Dividend Payment and the Insignificantly Change of the Utilization Objectives of Capital Increase by means of allocation

To: President
The Stock Exchange of Thailand

NEP Realty and Industry Public Company Limited (“the Company”) would like to inform the resolutions passed by the Board of Directors Meeting no. 2/2021 held on February 25, 2021. The resolutions are as follows:

1. Approved the statement of financial position and statement of comprehensive income for the fiscal year 2020 ended December 31, 2020 which were audited by the Company’s auditors and proposed to the Shareholders’ Meeting for further consideration and approval.
2. Resolved to propose to the Shareholders’ Meeting for no dividend payment for the year 2020 because the Company had loss in 2020.
3. Resolved to propose to the Shareholders’ Meeting to approve the re-election of the directors namely, 1) Pol. Gen. Somchai Vanichsenee 2) Mr. Nipit Arunvongse Na Ayudhya 3) Mr. Suthiporn Chandawanich, to be directors for another term.
4. Resolved to propose to the Shareholders’ Meeting to approve the director remuneration for the year 2021 according to the recommendation of the Nomination and Remuneration Committee that the compensation should be paid in form of monthly compensation and meeting allowance in the amount of Baht 6 million and no bonus payment for 2020 shall be made to the board members.
5. Resolved to propose to the Shareholders’ Meeting to appoint Ms. Chutinant Kopraserthaworn CPA License No. 9201 or Ms. Chotima Kitsirakorn CPA License No. 7318 or Ms. Wannisa Ngambuathong CPA License No. 6838 of Dharmniti Auditing Co., Ltd. will be the auditors of the Company for the year 2021 with the auditors’ remuneration of Baht 1,150,000.
6. Resolved to propose to the Shareholders’ Meeting to change the utilization objectives of the capital increase received from the sales of the newly issued ordinary shares under the private placement scheme (PP) on January 18, 2018, by issuing 460,000,000 shares at the offering price of 0.405 baht per share, which the Company has receive money from the capital increase totaling Baht 186.30 million. The change of the utilization of such capital increase is not significant. It is the equalization of the investment limit or expenses between the transaction that have already been disclosed with details as follows:



Unit: Baht million

No.	Fund using Objectives	Fund received from the capital increase (as F53-4)	Amount balance at December 31, 2020	Change amount	Amount after change objectives (New)	Duration Period of fund using
1	Invest in machinery Phase 2	40.00	1.87	-	40.00	2021
2	Working Capital	81.30	-	42.13	123.43	2021 - 2022
3	Invest in warehouse building	35.00	35.00	(35.00)	-	-
4	Debt Repayment	30.00	7.13	(7.13)	22.87	-
	Total	186.30	44.00		186.30	

Since 2019, the Company has sold 1 plastic machine and 59 plastic sack weaving machines, resulting in the Company having more remaining factory space to store raw materials, produce and store finished products. Therefore, the Company does not need to invest in additional warehouse buildings.

In additions, the Company has taken some of the proceeds from the capital increase to settle the debt and close the long-term loan from abroad. As the result, the current remaining funds from the capital increase for repayment of loans amounting to Baht 7.13 million. However, the Company does not have long-term loans remaining. Therefore, the Company is no longer need to use the funds to repay such loans.

Therefore, the Company will allocate a credit line from the objective to invest in the construction of a warehouse in the amount of Baht 35.00 million and debt repayment of Baht 7.13 million to be used as working capital. The objective of using fund for working capital increased from Baht 81.30 million to Baht 123.43 million.

The Company will use the working capital arising from the change in the use of such proceeds to support the production of 2021 - 2022.

The Company expects that the change in the utilization of the capital increase will not have any impact on the Company's business operation.

7. Resolved to call the 2021 Annual General Meeting of Shareholders on April 22, 2021 at 10.30 a.m. by electronics means (E-AGM) with the agenda as follows:
 - Agenda 1 The matter to be informed by the chairman of the board of directors
 - Agenda 2 To adopt the minutes of the 2020 Annual General Meeting of Shareholders
 - Agenda 3 To acknowledge the operating results of the Company for the year 2020



- Agenda 4 To approve the statement of financial position and statement of comprehensive income for the fiscal year 2020 ended December 31, 2020
- Agenda 5 To approve the omission of dividends for the year 2020
- Agenda 6 To approve the election of directors replacing those who retired by rotation
- Agenda 7 To approve the fixing of the remuneration of directors for the year 2021
- Agenda 8 To approve the appointment of the Company's auditor and the auditor's remuneration for the year 2021
- Agenda 9 To approve the change of the utilization objectives of the capital increase received from the sales of newly issued ordinary shares under the private placement scheme (PP)
- Agenda 10 To consider other matters (if any)
8. Resolved to schedule the record date for the right of shareholders to attend the 2021 Annual General Meeting of the Shareholders on March 12, 2021.

Please be informed accordingly.

Yours sincerely,

Mr. Weerachart Lohsiri
Managing Director