



Takuni Group Public Company Limited

Notification of Allocation of Convertible Bonds Details of the subscription method and payment for the subscription of Convertible Bonds

Warning: The newly issued Convertible Bonds of Takuni Group Public Company Limited are offered to existing shareholders of the Company who are entitled to receive the allocation in proportion to their shareholdings (Right Offering) by offering to shareholders in Thailand and shareholders abroad. However, the Company reserves the right not to offer or allocate the newly issued Convertible Bonds in this offering to any shareholder if the offering or allocation of the Convertible Bonds to such shareholder would cause or may cause the Company to be subject to any obligation under foreign laws. The newly issued Convertible Bonds have not been registered and will not be registered under the U.S. Securities Act of 1993 (the “U.S. Securities Act”) and the newly issued Convertible Bonds will not be offered or allocated to U.S. persons (as defined in Regulation S under the U.S. Securities Act of 1993) or to shareholders in the United States. In addition, the newly issued Convertible Bonds will not be sold or offered in Canada, the People’s Republic of China, South Africa or any other country where the distribution of these documents would be unlawful or would cause the Company to be subject to any obligation beyond its obligations under Thai laws. Any offer and allocation of newly issued Convertible Bonds to shareholders in any other country may only occur if the Company obtains an exemption from the licensing and registration requirements under the laws of such country, as the Company deems appropriate.

**Procedures for subscribing Convertible Bonds of
Takuni Group Public Company Limited**

offered for sale to the Company's existing shareholders who have the right to receive allocations in proportion to their shareholdings (Right Offering)

1. Period for subscription and payment of Convertible Bonds

Between 8 – 11 and 14 – 15 July 2025 (total 5 business days) between 9.00 a.m. and 4.00 p.m. if subscribe at the Company or between 8 – 15 July 2025 (total 8 days) 24 hours a day (last day by 4.00 p.m.) if subscribe via online system (E-SUB).

2. Subscription method and place for subscription of Convertible Bonds

Takuni Group Public Company Limited (the “**Company**”) is the subscriber receiver for the Convertible Bonds of the Company on this occasion. Each existing shareholder with the right can subscribe for Convertible Bonds at the Company’s head office during 8 – 11 and 14 – 15 July 2025 (total 5 business days) between 9.00 a.m. and 4.00 p.m. if subscribe at the Company or between 8 – 15 July 2025 (total 8 days) 24 hours a day (last day by 4.00 p.m.) if subscribe via online system (E-SUB). The address details are as follows:

Takuni Group Public Company Limited

Address : No. 46/7, Rungrojthanakul Building A, Floor 12, Ratchadaphisek Road, HuaiKhwang, HuaiKhwang, Bangkok 10310

Contact : Investor Relations Department or Company Secretary

Tel : 02-455-2888

In the event that shareholders wish to submit a subscription form for Convertible Bonds via registered mail, please send the following documents: a subscription form for Convertible Bonds, a certificate of subscription for Convertible Bonds, and a crossed cheque/cashier’s cheque payable only **to the subscription location by registered mail**. The subscription documents must arrive at the Company’s office **by 4.00 p.m. on July 14, 2025**, at the latest. For convenience in subscribing, please put “**Subscription for Convertible Bonds**” in the envelope corner.

For shareholders in the provinces, please contact the securities company where you have a securities trading account. Your securities company will provide advice and/or collect the subscription documents for the Company. In addition to subscribing to Convertible Bonds with warrants at the Company’s head office as mentioned above, each existing shareholder with rights can subscribe to Convertible Bonds via the online system (E-SUB) on the website <https://e-sub.investors-insight.com/g/takuni> as specified in Section 3 “**Methods of Payment for Convertible Bond Subscription and Convertible Bond Subscription**” in this document.

3. Methods of Payment for Convertible Bond Subscription and Convertible Bond Subscription

3.1 Payment method for subscription of Convertible Bonds

Subscribers can pay the full amount of the subscription for Convertible Bonds at one time between 8 – 11 and 14 – 15 July 2025 (total 5 business days) between 9.00 a.m. and 4.00 p.m. if subscribe at the Company or between 8 – 15 July 2025 (total 8 days) 24 hours a day (last day by 4.00 p.m.) if subscribe via online system (E-SUB) by the following methods:

3.1.1 Cash payment at the subscription location

Subscribers can pay the subscription for Convertible Bonds at the subscription location between 8 – 11 and 14 – 15 July 2025 (total 5 business days) between 9.00 a.m. and 4.00

p.m. if subscribe at the Company or between 8 – 15 July 2025 (total 8 days) 24 hours a day (last day by 4.00 p.m.) if subscribe via online system (E-SUB).

3.1.2 Payment by transferring money to the Company's account

Account name : Takuni Group Public Company Limited
Bank : Siam Commercial Bank Branch Central Plaza Grand Rama 9
Account type : Savings
Account number : 420-205001-7

- (a) The subscriber must submit the subscription documents and the original deposit slip for the Convertible Bond subscription fee to the Company **by July 15, 2025, at 4.00 p.m.**, which is the last day for the subscription of the Convertible Bond.
- (b) In the case that the subscriber makes the subscription via the online system (E-SUB) <https://e-sub.investors-insight.com/g/takuni>, the subscriber must select the payment method as "**Transfer**" and attach the proof of payment for the Convertible Bond subscription fee in the system. Then check the subscription information, save and/or print the proof of payment. To be used as supporting documents for Convertible Bond subscription **within July 15, 2025, at 4.00 p.m.**, which is the last day of Convertible Bond subscription, which subscribers can subscribe to via the online system 24 hours a day on the subscription date (except for the last day of subscription).

3.1.3 Payment by check, cashier's check or draft

- (a) Crossed and made payable only to
"Takuni Group Public Company Limited", which can be collected from **the clearing house in Bangkok within 1 business day**, delivered together with the Convertible Bond subscription form and the Convertible Bond subscription certificate at the subscription location **by 4.00 p.m. of the subscription period**. Please date the check or cashier's check according to the subscription date, but **no later than July 14, 2025, and state your name, surname and contact phone number on the back of the check or cashier's check**. In the event that the customer does not state their name, surname and contact phone number on the back of the check or cashier's check, or the Company is unable to contact the customer or cannot collect the money, the Company reserves the right to accept such share subscription.
- (b) Draft, collectible nationwide, made payable to **"Takuni Group Public Company Limited"**
- (c) Please state the shareholder registration number (Check from the certificate of subscription rights for Convertible Bonds ("**Enclosure 2**")) Name-surname and contactable telephone number on the back of the check, cashier's check or draft
- (d) The subscription period for payment by check, cashier's check or draft is between 8 – 11 and 14 July 2025 (total 4 business days) between 9.00 a.m. and 4.00 p.m.
- (e) In the case that the subscriber makes a subscription via the online system (E-SUB) <https://e-sub.investors-insight.com/g/takuni>, the subscriber must select the payment method as **"Check / Cashier's Check / Draft"** and attach proof of payment for the subscription of Convertible Bonds in the system. Then check the subscription information, record and/or print proof of payment for the subscription as supporting documents for the subscription of Convertible Bonds **by 4.00 p.m. on July 15, 2025**, which is the last day for the subscription of Convertible Bonds. The purchasers can

make a reservation through the online system 24 hours a day within the reservation opening date (except for the last day of reservation opening).

3.1.4 Payment via Internet Banking to the Company's account

Account name : Takuni Group Public Company Limited
Bank : Siam Commercial Bank Branch Central Plaza Grand Rama 9
Account type : Savings
Account number : 420-205001-7

- (a) The subscriber must submit the subscription documents and payment documents via Internet Banking to the Company **by July 15, 2025, at 4.00 p.m.**, which is the last day for the subscription of Convertible Bonds.
- (b) In the case that the subscriber makes a subscription via the online system (E-SUB) <https://e-sub.investors-insight.com/g/takuni>, the subscriber must select the payment method as "**Internet Banking**" and attach proof of payment for the Convertible Bond subscription in the system. Then, check the subscription information, record and/or print proof of payment as supporting documents for the Convertible Bond subscription **by July 15, 2025, at 4.00 p.m.**, which is the last day for the Convertible Bond subscription. The subscriber can make a subscription via the online system 24 hours a day on the subscription date (except for the last day for subscription).

3.2 Convertible Bonds subscription method

Subscribers can pay the full amount of the Convertible Bonds subscribed in one time between 8 – 11 and 14 – 15 July 2025 (total 5 business days) between 9.00 a.m. and 4.00 p.m. if subscribe at the Company or between 8 – 15 July 2025 (total 8 days) 24 hours a day (last day by 4.00 p.m.) if subscribe via online system (E-SUB) by the following methods:

1. Convertible Bond subscribers who have already paid the subscription fee must submit proof of payment and subscription documents to the Company's head office at Takuni Group Public Company Limited ("**Submission of subscription documents to the Company**") or send subscription documents via post.
2. Convertible Bond subscribers who have already paid the subscription fee Subscriptions can be made through the Electronic Rights Offering ("**E-SUB**") system on the website <https://e-sub.investors-insight.com/g/takuni> ("**E-SUB Subscription**") in accordance with the steps and methods specified in the E-sub guidebook for investors.

Remark:

1. In case shareholders wish to subscribe for Convertible Bonds in excess of their rights,

Subscribers must express their intention to subscribe for the full amount of Convertible Bonds in accordance with their rights before they will have the right to subscribe for Convertible Bonds in excess of their rights. They must subscribe and pay for the Convertible Bonds in one time in full amount, both for the portion subscribed according to their rights and the portion intended to subscribe in excess of their rights.

Subscribers can fill in the subscription details in the "**Subscription Form for Convertible Bonds**" ("**Enclosure 4**") or on the website via the E-SUB system completely and correctly.

If there are any Convertible Bonds remaining from the subscription according to their rights, existing shareholders who have subscribed in excess of their rights will be allocated the Convertible Bonds they have subscribed in excess of their rights (please see Section 5 "**Subscription Conditions**").

The Company reserves the right to allocate the Convertible Bonds in excess of their rights only to shareholders who comply with this subscription method for Convertible Bonds.

2. In case shareholders receive a certificate of subscription rights for newly issued Convertible Bonds for more than 1 shareholder registration number

For the submission of subscription documents at the Company, Shareholders must prepare subscription documents according to the number of shareholder registration numbers for which the shareholder has received the certificate of subscription rights for Convertible Bonds, i.e., 1 set of subscription documents per 1 shareholder registration number or certificate of subscription rights for Convertible Bonds only.

For subscriptions via the E-SUB system, shareholders must make subscriptions according to the number of shareholder registration numbers for which the shareholder has received the certificate of subscription rights for newly issued Convertible Bonds, i.e., 1 subscription via the E-SUB system per 1 shareholder registration number or certificate of subscription rights for Convertible Bonds only.

4. Subscription Documents

4.1 For shareholders who submit subscription documents at the Company

- 4.1.1 Subscription Form for Convertible Bonds, which is completely filled in and signed

The Company has delivered the Subscription Form for Convertible Bonds with Warrants to all shareholders as specified in the list of shareholders entitled to receive the Convertible Bonds offered to existing shareholders in proportion to their shareholding (Right Offering) on May 28, 2025 (Record Date). In the case of a juristic person, the form must be signed and stamped (if any). In addition, a shareholder may submit only one Subscription Form for Convertible Bonds with Warrants for one Certificate of Subscription Rights for Convertible Bonds with Warrants. In addition, a shareholder may request a Subscription Form for Convertible Bonds with Warrants from Takuni Group Public Company Limited or download it from the Company's website (<http://www.takunigroup.com>).

- 4.1.2 Certificate of Subscription Rights for Convertible Bonds with Warrants, issued by the Thailand Securities Depository Co., Ltd. ("**Enclosure 2**")

In the event that there is no certificate of subscription rights for Convertible Bonds with warrants of the subscriber and/or in the event that there is a change of name or surname, which causes the name or surname to be different from the name of the shareholder appearing in the shareholder register as of May 28, 2025, which is the record date for determining the list of shareholders entitled to receive the allotment of Convertible Bonds offered to existing shareholders in proportion to their shareholding (Right Offering) (Record Date) or in the certificate of subscription rights for Convertible Bonds with warrants, attach documents issued by government agencies, such as a certificate, marriage certificate, divorce certificate, name or surname change notification, etc.

- 4.1.3 Evidence of payment for the subscription of Convertible Bonds with warrants, including:
 - (a) Cheque, cashier's check or draft (or so-called "**Bank check**" that can be collected from the clearing house in Bangkok within 1 business day) or
 - (b) Copy of deposit slip with the name, surname, address and contact telephone number written on the back or
 - (c) A copy of proof of payment for the subscription of Convertible Bonds with warrants via the bank's Internet Banking system, in the case of payment via Internet Banking to the Company's account

- 4.1.4 A copy of the first page of the bank account book, savings account type or current account only, where the name of the bank account must be the same as the subscriber's name only, with a signature certifying that the copy is correct. In the event that the subscriber wishes to refund the subscription fee for securities that were not allocated or were allocated incompletely according to the amount oversubscribed via the bank account transfer system, including for receiving interest and repaying the principal (if any)
- 4.1.5 Supporting documents for identification, as follows:
- (a) Thai nationals
- A copy of the national ID card or a copy of the government official ID card that has not expired, with a signature certifying that the copy is correct
 - In the case that the purchaser is a minor, the consent of the guardian (father, mother or legal representative) must be attached, a copy of the national ID card that has not expired of the guardian with the guardian's signature certifying that the copy is correct, and a copy of the house registration where the minor resides with the signature certifying that the copy is correct by the guardian.
- (b) Foreign nationals (reside in Thailand)
- A copy of a valid passport with a signature certifying that the copy is correct and
 - In the case that the subscriber is a minor, evidence must be attached showing that they can legally subscribe for Convertible Bonds.
- (c) Juristic person registered in Thailand
- A copy of a certificate issued by the Ministry of Commerce, valid for no more than 6 months from the date of application for account opening and subscription of Convertible Bonds, signed by an authorized director certifying that the copy is correct and affixed with the company's seal (if any)
 - A copy of the national ID card of the authorized person to sign on behalf of the legal entity that has not expired, with a signature certifying that the copy is correct
 - A power of attorney for acts in cases where another person is authorized to act on behalf of the authorized person, with a copy of the national ID card of the authorized director and the authorized person, with a signature certifying that the copy is correct. In addition, if the power of attorney is a copy, the copy must be signed by the authorized person to certify that the copy is correct.
- (d) Juristic person registered abroad
- A copy of the certificate of incorporation, memorandum of association, and/or certificate of juristic person issued within 6 months from the date of application for account opening and subscription of Convertible Bonds, with a signature certifying the true copy by an authorized signatory of that juristic person and a corporate seal (if any), and
 - A copy of the passport of the authorized signatory who certified the copy of the above documents that have not expired, with a signature certifying the true copy
 - A copy of the supporting documents must be certified by the signature of the preparer or the person certifying the true copy of the document by a Notary Public, with a Notary Public seal, and certified by an officer of the Thai Embassy or Thai Consulate in the country where the document was prepared. The certification of

the above documents must be certified within 6 months prior to the date of subscription of Convertible Bonds.

- 4.1.6 In the event that a Custodian is authorized to exercise rights on behalf of a shareholder, there must be a power of attorney authorizing the Custodian to act on behalf of the shareholder. The Convertible Bond subscription form and accompanying subscription documents must be signed by the Custodian and must include a letter from the Custodian stating the name of the authorized signatory, along with a copy of the national ID card that has not expired or another document showing the identity of the authorized signatory, with a certified true copy.
- 4.1.7 A power of attorney to act on behalf of the purchaser with a 30-baht stamp (in the case of assigning a proxy to act on behalf of the purchaser) together with a copy of the ID card of the purchaser and the proxy who has signed to certify that the copy is correct.

When a subscriber signs and delivers the subscription documents to the Company, the Company shall consider that the subscriber has certified that the information, details, and signatures on the documents (regardless of whether the subscriber is the one who filled in the information, details, and signed the subscription form) Or the authorized representative or agent, including the securities brokerage company of the subscriber, who fills in the form) is correct, complete and true. If it appears that such information, details or signatures are incorrect, incomplete or untrue, the Company shall not be responsible and reserves the right to use its discretion to reject the subscription, whether in whole or in part. In addition, in the event of any action resulting from the use of such information, the subscriber agrees not to claim for damages or hold the Company responsible for any damages or losses whatsoever.

However, if the subscriber does not deliver the subscription documents as mentioned above or delivers incomplete documents, the Company reserves the right to assume that the subscriber does not wish to exercise the right to subscribe for the Convertible Bonds this time. However, the Company may, at its discretion, consider waiving the acceptance of certain subscription documents for any subscriber or requesting other supporting documents as a replacement or additional as it deems appropriate.

In addition, the Company reserves the right not to deliver documents related to the offering of Convertible Bonds and the allocation of Convertible Bonds to any subscriber if the offering or allocation of Convertible Bonds to such shareholder will cause or may cause the Company to be liable under foreign laws. or not in accordance with the methods, criteria and conditions specified in the allocation as detailed in this notice of the allocation of Convertible Bonds for sale to existing shareholders.

4.2 For shareholders who subscribe via the E-SUB system

- (a) Fill in the E-SUB system information via the website <https://e-sub.investors-insight.com/g/takuni> completely.
- (b) Attach proof of payment for subscription via the E-SUB system.

5. Subscription conditions

- 5.1 In the event that a shareholder subscribes for Convertible Bonds in accordance with their rights or less than their rights, a shareholder who has expressed their intention to subscribe for Convertible Bonds in accordance with their rights, with the remainder discarded, or subscribes for newly issued Convertible Bonds less than their rights, will be allocated the entire amount of Convertible Bonds they have subscribed for.

5.2 In the event that a shareholder subscribes for Convertible Bonds in excess of their rights, existing shareholders have the right to subscribe for newly issued Convertible Bonds in excess of their rights in the specified proportion (Oversubscription). Existing shareholders who wish to subscribe in excess of their rights will be allocated the oversubscribed Convertible Bonds only when there are Convertible Bonds remaining from the allocation to existing shareholders who have subscribed in full. The allocation of such Convertible Bonds will proceed until there are no Convertible Bonds remaining from the allocation. However, a shareholder must express their intention to subscribe for the full amount of Convertible Bonds before they will have the right to subscribe for Convertible Bonds in excess of their rights by filling in the subscription details in the Convertible Bond subscription form. (“**Enclosure 4**”) must be complete, clear, and must be reserved and paid for the Convertible Bonds in one time in full amount, both for the portion reserved according to the rights received and the portion intended to be reserved in excess of the rights received.

In the event that there are Convertible Bonds remaining from the allocation to the Company’s existing shareholders in proportion to their shareholding in the first round, the Company will allocate the remaining Convertible Bonds to the existing shareholders who wish to subscribe in excess of their rights in proportion to their original shareholding at the same price as the Convertible Bonds allocated in accordance with their rights, as follows:

1. In the event that there are Convertible Bonds remaining from the allocation to the Company’s existing shareholders in proportion to their shareholding in the first round that are more than or equal to the number of shares that the existing shareholders have subscribed in excess of their rights, the Company will allocate the remaining Convertible Bonds to all shareholders who have subscribed in excess of their rights in proportion to their original shareholding and have paid for the Convertible Bonds in full according to the amount that they have expressed their intention to subscribe in excess of their rights.
2. In the event that there are fewer Convertible Bonds remaining than the number of Convertible Bonds that the existing shareholders wish to subscribe in excess of their rights. **The Company shall allocate the remaining Convertible Bonds to each oversubscribing shareholder in proportion to the number of oversubscribed shares to the number of remaining Convertible Bonds.**

5.3 The Company shall allocate the Convertible Bonds for sale to the Company’s existing shareholders whose names appear in the shareholder register on the record date for determining the list of shareholders entitled to receive the Convertible Bonds offered to the existing shareholders in proportion to their shareholding (Right Offering) (Record Date). However, the Company reserves the right not to offer or allocate the Convertible Bonds on this occasion to any shareholder if the offering or allocation of the Convertible Bonds to such shareholder will cause or may cause the Company to be liable under foreign laws.

5.4 Shareholders who have subscribed and paid for the subscription have no right to cancel their subscription.

5.5 In the event that a shareholder pays for the subscription of the Convertible Bonds by bank check, the payment of the subscription fee and the subscription of the Convertible Bonds will be complete only when the Company is able to collect the subscription fee within the specified time.

5.6 If (1) the subscribed shareholder is unable to pay the subscription fee for the Convertible Bonds or the Company is unable to collect the subscription fee in any case that is not the Company’s fault Whether all or in part within the subscription period and payment period for Convertible Bonds as specified or (2) the shareholder who subscribed did not fill in the information in the subscription form for Convertible Bonds completely or clearly, the Company reserves the right not to allocate Convertible Bonds to such shareholder.

In addition, when paying for the subscription for Convertible Bonds, the shareholder should check the payment method and proceed in accordance with the specified terms and methods. If the shareholder does not comply with the payment method for the subscription for Convertible Bonds and proceed in accordance with the specified terms and methods in order to collect the subscription payment in time according to the subscription period, the Company has the right to assume that the shareholder has waived the right to subscribe for such Convertible Bonds. The Company reserves the right not to allocate Convertible Bonds to such shareholder.

5.7 The Company reserves the right to change the details of the payment method for shares, the subscription conditions, or any information related to the subscription method for Convertible Bonds as appropriate in the event of problems, obstacles, or limitations in operations.

6. Refund of the subscription fee for Convertible Bonds and refund of the cheque for the subscription fee for Convertible Bonds

6.1 In the event that a refund of the subscription fee for Convertible Bonds is required, in the event that the subscriber does not receive the allocation of Convertible Bonds due to breach of the subscription conditions or does not receive the allocation in full according to the amount subscribed in excess of the entitlement and/or cannot collect the subscription fee for Convertible Bonds by cheque or cashier's cheque, the Company shall arrange for a refund of the subscription fee for Convertible Bonds in such case in the portion not allocated or not allocated in full, without interest and without any damages within 14 business days from the date of closing the subscription for the Company's Convertible Bonds this time by transferring money to the subscriber's bank account as specified in the subscription form for Convertible Bonds of the Company.

6.2 In the event that a refund of the subscription fee for the portion not allocated or not allocated in full according to the amount subscribed in excess of the entitlement cannot be made by transferring money to the subscriber's bank account as specified in the subscription form for Convertible Bonds of the Company for any reason beyond the Company's control, the Company shall arrange for a refund of the subscription fee for the portion not allocated or not fully allocated according to the amount subscribed for exceeding the rights as a crossed check payable only in the name of the subscriber and sent by registered mail to the address shown in the Company's shareholder database according to the shareholder register as of May 28, 2025. In the case of refund by check, the subscriber will be responsible for the fee for collection from a different clearing house or bank check (if any).

6.3 In the event that the Company is unable to refund the subscription fee for the Company's securities that have not been allocated or have not been fully allocated to the subscriber within 14 business days from the end of the subscription period, the Company is responsible for returning the said amount along with paying interest to the subscriber at the rate of 7.50% per annum, calculated from the amount of the subscription fee that has not been allocated or has not been fully allocated and must be repaid from the date of expiration of the said 14 business days until the date of repayment in accordance with the above method.

7. Method of delivering securities

The Company will issue a Convertible Bond certificate in the subscriber's name. The Company's Convertible Bond registrar will deliver the Convertible Bond certificate in the amount allocated to the allotted Convertible Bond recipients by post or airmail (in the case of delivery to Convertible Bondholders abroad) to the name and address specified in the subscription form within 15 business days from the closing date of the Convertible Bond subscription.

8. Other important information

- 8.1 The name of the subscriber and the name of the securities trading account owner must be the same. If the securities trading account number belongs to another person, the Convertible Bonds cannot be deposited into the account. The Company reserves the right to issue a Convertible Bond certificate to the subscriber.
- 8.2 If the Company is unable to transfer the Convertible Bond subscription fee back to the subscriber within the specified period for any other reason beyond the Company's ability to proceed, the Company will not be responsible for any interest and/or other damages and will only refund the Convertible Bond subscription fee that must be paid to the subscriber who has not been allocated or has not been allocated in full by the Company, as specified in Section 5 "Subscription Conditions".
- 8.3 If the number of shares specified by the shareholder in the Convertible Bond subscription form does not match the amount the Company has received in payment The Company reserves the right to consider the amount received from the subscription of Convertible Bonds as the main principle.
- 8.4 If you have any questions, please contact us at

Takuni Group Public Company Limited

No. 46/7, Rungrojthanakul Building A, Floor 12, Ratchadaphisek Road, HuaiKhwang, HuaiKhwang, Bangkok 10310

Tel: 02-455-2888

Company homepage: <http://www.takunigroup.com>

Map of Takuni Group Public Company Limited Head Office

