



April 29, 2024

**Subject:** Notification on the Place, Schedule, and Method for the 4<sup>th</sup> Exercise of Right to Purchase the Newly Issued Ordinary Shares of Nirvana Development Public Company Limited under the Warrants NVD-W3 (The Last Exercise)

**To:** President  
The Stock Exchange of Thailand

Nirvana Development Public Company Limited (the “**Company**”) issued and allocated the Warrants to Purchase the Newly Issued Ordinary Shares of the Company No.3 (the “**Warrants**” or “**NVD-W3**”) in the total number of 86,286,861 units to its existing shareholders in a rights offering on July 1, 2022. The warrant holders shall be entitled to exercise their rights under the Warrants to purchase the newly issued ordinary shares of the Company on the last business day of February and August after the issuance date (the “**Exercise Date**”). The first Exercise Date shall be February 28, 2023, and the last Exercise Date is shall be the date of the 2<sup>nd</sup> anniversary from the issuance date, falling on June 28, 2024. In the event that the last Exercise Date is not a business day, such date shall be moved to the last business day prior to the last Exercise Date.

The Company then would like to inform the details regarding to the place, schedule, and method for the 4<sup>th</sup> exercise of the Warrants (The Last Exercise) as follows:

**1. Period of SP sign on NVD-W3**

On June 5 - 28, 2024

**2. Book Closing Period of NVD-W3**

On June 7 - 28, 2024

**3. Period for notification of intention to exercise the Warrants which is within the period of 15 days prior to the Last Exercise Date**

During June 13 - 27, 2024, between 8:30 a.m. and 3.30 p.m.

The Warrant Holders of NVD-W3 shall deliver a notification of intention to exercise their rights within the period for notification of intention to exercise the Warrants as specified. After the lapse of such notification period, the Warrant Holders of NVD-W3 shall no longer be able to exercise their rights under the Warrants.

**4. Exercise Date**

June 28, 2024 (only one day)

**5. Exercise Ratio and Exercise Price**

1 unit of the Warrants shall be entitled to purchase 1.018 newly issued ordinary shares at the price of THB 2.594 per share.

(If the exercised warrants result in a share fraction, such fraction shall be disregarded and if there is a remainder less than THB 1 from the calculation of total payment, it shall be rounded to two decimal places, in case that the number in third decimal place equals to five or larger, such number in the second decimal place shall be rounded up and the number in the third decimal place lower than five shall be disregarded.)



*Remark: The Company changed the exercise ration and exercise price since the condition related to the adjustment of rights, according to the information that the Company informed the SET (ELCID) on March 8, 2023.*

**6. Expiration of NVD-W2**

From June 29, 2024, onwards, NVD-W3 will be expired and invalid. The Stock Exchange of Thailand will delist such warrants as the listed securities.

**7. Agent Receiving Exercise Intention**

I V Global Securities Public Company Limited

**8. Place to exercise the Warrants**

I V Global Securities Public Company Limited

18th Floor Mercury Tower, 540 Ploenchit Road,

Lumpini, Pathumwan, Bangkok 10330, Thailand.

Tel. 0-2658-5800 ext. 305

Fax. 0-2254-7308

**9. Documents for the notification of the intention to exercise the rights to purchase newly issued ordinary shares of the Company**

9.1. The notification form of intention to exercise the Warrants to Purchase the Newly Issued Ordinary Shares of Nirvana Development Public Company Limited No. 3 (NVD-W3) (the "**Warrants Exercise Form**") correctly and completely fulfilled and duly signed by the warrant holders. The warrant holders may download the Warrants Exercise Form from the Company's website on <https://investor.nirvanadevelopment.co.th/en/downloads/warrants-holder-information> or obtain such form at I V Global Securities Public Company Limited or their respective securities brokers.

9.2. The warrant certificate of the warrant substitute evidencing that such person is entitled to exercise the Warrants in the number as specified in the Warrants Exercise Form.

9.2.1 In the case the warrant holders do not have a securities trading account: Deliver the warrant certificate in the number specified in the Warrants Exercise Form.

9.2.2 In the case that the Warrants are in the scripless system: Deliver the warrant certificate or warrant substitute in the number specified in the Warrants Exercise Form.

a) In the case the warrant holders have their own securities trading accounts and the Warrants are kept in the account named "**Thailand Securities Depository Co., Ltd. for depositor**", the warrant holders who wish to exercise the Warrants shall notify their intention and fill in the form to withdraw the warrant certificate or for the issuance of the warrant substitute as prescribed by the Stock Exchange of Thailand (the "SET"), and submit to their respective securities brokers. Such securities company will then proceed with notifying Thailand Securities Depository Co., Ltd. (the "**Securities Depository**") to withdraw the warrant certificate or issue the warrant substitute to be used as a supplementary document in exercising the rights to purchase the Company's newly issued ordinary shares.

b) In the case the warrant holders do not have a securities trading account and the Warrants are kept with the Securities Depository in the securities issuing company's account, the warrant holder who wish to exercise the Warrants shall notify their intention and fill in the



form to withdraw the warrant certificate or for the issuance of the warrant substitute as prescribed by the SET and submit to the Securities Depository. The Securities Depository will then release the warrant certificate or issue the warrant substitute, which the warrant holders could use as a supplementary document in exercising the rights to purchase the Company's newly issued ordinary shares.

The warrant holders are recommended to contact their respective securities brokers or the Securities Depository for clarification on the detailed process and timeline of the procedures.

9.3. Evidence of payment according to the amount specified in the Warrants Exercise Form, where the warrant holders can make a payment via any one of the following means:

9.3.1 Cheque, cashier cheque or draft which payment can be collected in Bangkok within 1 business day (the document must be dated no later than June 25, 2024) and is crossed and made payable to "**Nirvana Development Public Company Limited**". Documents for the notification of the intention to exercise the Warrants are required to be submitted at the place to exercise the Warrants within 3:30 p.m. of June 25, 2024; or

9.3.2 Cash payment to the bank account during June 13 - 27, 2024. The depository slip must be submitted together with the Warrant Exercise Form. Documents for the notification of the intention to exercise the Warrants are required to be submitted at the place to exercise the Warrants within 3:30 p.m. of June 27, 2024. The bank account details are as follows:

Bank Name	Krungthai Bank PLC.
Account Name	Nirvana Development Public Company Limited
Account Number	986-0-82495-9
Type of account	Savings account
Branch	Sun Towers

The payment under Clause 9.3.1 – 9.3.2 must be net of any bank fees, stamp duty or other taxes (if any). In addition, the Agent Receiving Exercise Intention will neither accept the Warrants Exercise Form sent by postal service, nor the payment by cash.

In this respect, such exercise of the Warrants shall be completed only when the Agent Receiving Exercise Intention has successfully collected the payment for such exercise price. If the Agent Receiving Exercise Intention could not collect such payment due to whatsoever reasons, except for the fault of the Company and/or Agent Receiving Exercise Intention that such warrant holder intends to cancel his/her respective intention to exercise the Warrants.

9.4. Supplementary documents required for the exercise of the Warrants.

9.4.1 Thai individuals:

A certified true copy of a valid identification card or governmental officer/state enterprise officer identification card together with a certified true copy of the house registration (in case of any change in name/surname which causes the name/surname to be different from the name/surname appearing on the warrant certificate, the copy of any document issued by the governmental authority, e.g. marriage certificate, divorce certificate, certificate of name/surname change, etc., must be attached).

9.4.2 Non-Thai individuals:



A certified true copy of a valid foreigner certificate or passport.

9.4.3 Thai legal entities:

- (1) A copy of the affidavit issued by the Ministry of Commerce no longer than 6 (Six) months prior to the respective exercise date, duly certified true copy by the authorized person(s) and affixed with the seal of such legal entity (if any); and
- (2) A certified true copy of the documents specified in Clause 9.4.1 or 9.4.2 (as the case may be) of the authorized person(s) who certifies true copy of the documents under Clause 9.4.3 (1)

9.4.4 Non-Thai legal entities:

- (1) A certified true copy of the certificate of incorporation and/or affidavit of such legal entity, certified true copy by authorized person (s) of such legal entity and affixed with the seal of such legal entity (if any); and
- (2) A certified true copy of the documents specified in Clause 9.4.1 or 9.4.2 (as the case may be) of the authorized person(s) who certifies true copy of the documents under Clause 9.4.4 (1)

Documents under Clause 9.4.4 (1) and 9.4.4 (2), which are certified as the true copies by the authorized person (s), shall be notarized by the Notary Public within a period of no longer than 6 months prior to the respective exercise date. In addition, in case the exercise of the Warrants is submitted through a custodian, a certified true copy of the custodian appointment letter and valid documents specified in Clause 9.4.1 or 9.4.2 of the authorized person(s) of the custodian must be enclosed.

In this respect, if a Warrant Holder fails to submit the supplemental documents when exercising the Warrants, the Company and/or the Agent Receiving Exercise Intention reserve the rights to deem that such warrant holder does not intend to exercise the rights under the Warrants at the relevant Exercise Date. Nevertheless, the Company and/or the Agent Receiving Exercise Intention may use its discretion to allow such warrant holder to exercise the Warrants as deemed appropriate.

For more information regarding the Terms and Conditions Governing the Rights and Obligations of the Warrant Issuer and the Warrant Holders to Purchase Newly Issued Ordinary Shares of Nirvana Development Public Company Limited No. 3 (NVD-W3), please download from the Company's website on <https://investor.nirvanadevelopment.co.th/en/downloads/warrants-holder-information>

Please be informed accordingly,

Sincerely yours,

Nirvana Development Public Company Limited

(Mr. Sornsak Somwattana)

Chief Executive Officer