

(Translation)

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Share Allotment Report form
SC Asset Corporation Public Company Limited
19th February 2020

We, SC Asset Corporation Public Company Limited, hereby report that the Board of Directors' Meeting No.2/2019, held on February 19, 2020 between 2.00 p.m. to 4.30 p.m., passed a resolution concerning the capital increase and share allotment as follows:

1. Allotment of new shares:

According to the 2017 Annual General Meeting of Shareholders passed a resolution approving the increase of the Company's registered capital from Baht 4,179,332,012 to Baht 4,379,332,012 by issuing 200,000,000 ordinary shares at par value baht 1 each, totaling Baht 200,000,000 in order to reserve for the exercise of warrants to be issued to the directors and employees of the Company and the subsidiaries (ESOP – Grant I, ESOP – Grant II and Grant III). Presently, the Company has allotted ordinary share in order to reserve for the exercise of warrant for ESOP – Grant I, ESOP – Grant II and ESOP – Grant III in the total amount of 107,280,000 shares; thus, the Company has remained its unpaid and unallotted shares in the amount of 92,720,000 shares for the reservation of exercising of warrants to be issued to the directors and employees of the Company and the subsidiaries.

The Board of Directors' Meeting passed a resolution approving the allotment of the Company's unpaid share in the amount not exceeding 42,000,000 shares at par value of baht 1, totaling Baht 42,000,000 or 1.00 percent of the total paid-up capital shares, for the exercise of warrants to be issued to the Company's directors and employees (ESOP-Grant IV). Such allotment will be proposed to the Annual General Meeting of Shareholders for their consideration and approval, details as follows:

1.1 The details of allotment

Allotted to	Number of shares	Ratio (old : new)	Sale price (THB/share)	Subscription and payment period	Note
Existing Shareholders	-	-	-	-	-
General public	-	-	-	-	-
Other persons (specify)	-	-	-	-	-
Reserve for the exercise of warrant issued to directors and employees of the Company and the subsidiaries (ESOP – Grant IV)	Not exceeding 42,000,000	1 : 1	Exercise price is the weighted average closing price of the Company's share traded on the Stock Exchange of Thailand during the period of 15 consecutive working days prior to the day of Shareholders' Meeting.	-	-

Note: The details of the ESOP-Grant IV are shown in Enclosure 1.

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Provided that, the Executive Committee or the designated person(s) by the Executive Committee are authorized to consider and prescribed other details relevant to the issuance of the warrants, including seeking approval from the relevant authorities and performing any other necessary actions related to the issuance of the warrant.

1.2 The Company's plan in case where there is a fraction of shares remaining

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2. Schedule for a shareholders' meeting to approve the capital increase/ share allotment

The 2020 Annual General Meeting of shareholders is scheduled to be held on April 23, 2020 at 14.00 hours at the Auditorium Room, 9th Floor, Shinawatra Tower III, No. 1010, Viphavadi Rangsit Road, Chatuchak Sub-district, Chatuchak District, Bangkok. The Company has set the Record Date for the shareholders who have the right to attend the shareholders' meeting on March 13, 2020.

3. Approval of the share allotment by relevant governmental agency and conditions thereto

The Company will register the increase of paid-up capital at the Ministry of Commerce when the warrants are exercised to ordinary shares and seek approval from the Stock Exchange of Thailand to list such ordinary shares as listed securities and trading in the Stock Exchange of Thailand.

4. Objectives of the capital increase and plans for utilizing proceeds received from the capital increase

To reserve for the exercise of warrant to purchase the Company's ordinary share issued to director and employees of the Company and the subsidiaries. The Company will use the proceeds from exercise of warrants as its working capital.

5. Benefits to the Company from the capital increase/share allotment:

The objective is to motivate and reward the performance of directors and employees of the Company and the subsidiaries and to create the best interest to the Company and the subsidiaries. In addition, it is to retain the qualified directors and employees to work with the Company and the subsidiaries in the long term.

6. Benefits which shareholders will receive from the capital increase/share allotment:

The objective is to motivate and reward the performance of directors and employees of the Company and the subsidiaries and to create the best interest to the Company and the subsidiaries. In addition, it is to retain the qualified directors and employees to work with the Company and the subsidiaries in the long term, finally resulting in improvement of performance of the Company and the subsidiaries.

The issued shares from exercise of warrants will have the same rights as that of the increased shares, previously issued, and be entitled to receive dividends from the date that their name are listed in the share register book submitted to the Minister of Commerce.

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7. **Schedule of action if the board of directors passes a resolution approving the capital increase/share allotment:**

No.	Procedures of the capital increase	Date/Month/Year
1.	The date of Meeting of the Board of Directors for the approval of issuance the warrant to director and employee of the Company and the subsidiaries as well as the approval of the share allotment to reserve for the exercise of warrant to purchase the Company's ordinary share.	February 19, 2020
2.	Notice the resolution of the Board of Directors' Meeting to the Stock Exchange of Thailand	February 19, 2020
3.	The Record Date to determine the shareholders who have the right to attend the 2020 Annual General Meeting of Shareholders	March 13, 2020
4.	The date of 2020 Annual General Meeting of Shareholders	April 23, 2020

The Company hereby certifies that the information contained in this report form is true and complete in all respects.

Signed*-Signed-*..... Authorized Representative
(Mr.Somboon Kuptimanus)