

SC 011/65/SJ

22 February 2022

Subject: Resolutions of the Board of Directors No. 2/2565 and calling the 2022 Annual General Meeting of Shareholders (No dividends, Capital increase by means of General Mandate, and issuance and allotment Warrants to Purchase Ordinary Shares (ITEL-W4)

Attn: Director and Manager  
The Stock Exchange of Thailand

Enclosure: 1. Indicative Terms of Warrants to Purchase Ordinary Shares of Interlink Telecom Public Company Limited No. 4 (ITEL-W4)  
2. Capital Increase Form (F 53-4)

The Board of Directors of Interlink Telecom Public Company Limited has passed the resolution of the meeting No. 2/2565, held on 22 February 2022 as the following.

1. Certified the Company's operational results for the year 2021. The Company has net profits of equity method at Baht 250,790,856 which is increased by 36.50% comparing to the prior year (2020: Baht 183,732,378).

2. Agreed to propose the Company's audited statements of financial positions as at December 31, 2021 and comprehensive income statements for the year then ended with auditor's report for shareholders' approval in the forthcoming Annual General Meeting of 2022 ("2022 AGM").

3. Agreed to propose in the forthcoming 2022 AGM to consider the approval for allocation of 2021 net income as follows.

3.1 To approve the allocation of net income as a legal reserve of Baht 12,840,000 or 5.00 percent of its annual net income of separate financial statements in 2021 according to Section 116 of the Companies Act 2535 and Article 50 of the Articles of Association of the Company that indicated that the Company should allocate net profit for the year as a reserve of at least 5 percent of its net income after deducting accumulated deficit brought forward (if any) until the reserve is not less than 10 percent of the share capital. The statutory reserve is not available for dividend distribution.



3.2 To approve the exempt of dividend payment from 2021 net income due to the situation of the 2019 coronavirus epidemic in Thailand that has continuously expanded in many areas, and the recession and uncertain economic, to maintain the appropriate level of debt-to-equity ratio and use as fund for the business expansion of the Company to improve the operation performance in order to maximum benefit to the Company and the shareholders.

However, there is uncertainty according to the said dividend payment because it has yet to be approved by the Company's 2022 Annual General Meeting of the Shareholders.

4. Approved and agreed to propose in the forthcoming 2022 AGM to increase registered share capital from Baht 794,777,508 to Baht 814,777,508 by issuing new ordinary shares of 40,000,000 shares with a par value of Baht 0.50 each for accommodating the capital increase under the General Mandate basis. Preliminary details are shown in Capital Increase Report Form in Attachment 2.

5. Approved and agreed to propose in the forthcoming 2022 AGM to amend the Memorandum of Association No. 4 according to the increase share capital as follows.

"No 4. Registered Capital 814,777,508 Baht (Eight hundred and fourteen million, seven hundred seventy-seven thousand five hundred and eight Baht)

Divided into 1,629,555,016 shares (one billion, six hundred and twenty-nine million, five hundred and fifty-five thousand and sixteen shares)

Par value per share 0.50 Baht (Fifty Satang)

Divided by:

Common Stocks 1,629,555,016 shares (one billion, six hundred and twenty-nine million, five hundred and fifty-five thousand and sixteen shares)

Preferred Stocks - share"

The authorized person being assigned by the Board of Directors will register the Memorandum of Association at the Department of Business Development. Such person has the power to amend the words or any other process to comply with the order of registrar.



6. Approved and agreed to propose in the forthcoming 2022 AGM to approve the allocations of newly issued ordinary shares of 40,000,000 shares with a par value 0.50 Baht, representing 3.19% of the paid-up capital, to the specific person under the Private Placement basis under General Mandate basis, which will be entirely or partially allocated, whether in single or sequential allocation. Preliminary details are shown in Capital Increase Report Form in Attachment 2.

Persons to be allotted the ordinary shares in general mandate through the private placement must not be connected persons under Notification of the Capital Market Supervisory Board No. TorChor. 21/2551 re: Rules on Connected Transactions, dated 31 August 2008 (and as amended), and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions, B.E. 2546 (2003), dated 19 November 2003 (and as amended). These investors must be in a stable financial situation, have true potential to invest in the Company, and have knowledge, ability, experience, and potential that will be beneficial for, or support, the Company's operations. This offering of the ordinary shares in general mandate through the private placement is not an offering of newly-issued shares for sale at a price lower than 90 percent of the market price. Market price means the weighted average price of ordinary shares of the Company on the SET at least over the previous 7, but no more than 15, consecutive business days before the date the offering price is determined. The date of the determination of the offering price must be no more than 3 business days before the first date of offering the shares to investors, pursuant to Notification of the Capital Market Supervisory Board No. TorChor. 72/2558, Re: Approval of Offering for Sale of Newly-Issued Shares by Listed Companies to Specific Persons.

In addition, the Board of Directors' Meeting resolved to grant approval to propose the Shareholders' Meeting to consider authorizing the Board of Directors or the Chief Executive Officer or the person authorized by the Board of Directors has the authority to consider and set other detailed conditions related to such allocation as well as having the power to sign any relevant documents and have the power to perform any necessary and appropriate actions in connection with the allocation of the newly issued ordinary shares.

7. Approved and agreed to propose in the forthcoming 2022 AGM to issuing warrant to purchase ordinary shares of Interlink Telecom Public Company Limited No. 4 (ITEL-W4) not exceeding 322,000,000 units that will be allocated to the existing shareholders of the Company at a ratio of 5 ordinary shares to 1 unit of warrant (in case there is a fraction of shares to be scrapped) without charge. Preliminary details of the warrants (ITEL-W4) of the Company are as shown in Attachment 1.



The Board of Directors also approved to propose to the shareholders' meeting to consider and authorize the Board of Directors and/or the person designated by the Board of Directors, to be empowered to consider, amend, and/or add conditions related to the issuance and allocation of Warrants No. 4 to the existing shareholders, such as details of allotment, the issue and allotment date of Warrant No. 4, Terms and Conditions of warrant, the last exercise date, and etc., as well as to sign any related agreements or documents and perform any other necessary acts related to the offering of the said warrant including but not limited to provide information or documents to the Office of the Securities and Exchange Commission, the Stock Exchange of Thailand, Thailand Securities Depository Company Limited, the Ministry of Commerce or any other relevant authorities as well as to list the said warrants and new ordinary shares issued to accommodate the exercise of warrants on the Stock Exchange of Thailand.

However, there is still uncertainty matter because it has yet to be approved by the Company's 2022 Annual General Meeting of the Shareholders.

8. Approved and agreed to propose in the forthcoming 2022 AGM to increase share capital for allocation for the issuance of warrants to purchase ordinary shares of the Company No. 4 (ITEL-W4) from Baht 814,777,508 (1,629,555,016 shares at Baht 0.50 each) to Baht 975,777,508 (1,951,555,016 shares at Baht 0.50 each) by issuing new ordinary shares of 322,000,000 shares at Baht 0.50 each. Preliminary details are shown in Capital Increase Report Form in Attachment 2.

However, there is still uncertainty matter because it has yet to be approved by the Company's 2022 Annual General Meeting of the Shareholders.

9. Approved and agreed to propose in the forthcoming 2022 AGM to amend the Memorandum of Association No. 4 according to the increase share capital as follows.

<p>“No 4. Registered Capital</p> <p>Divided into</p> <p>Par value per share</p> <p>Divided by:</p> <p>Common Stocks</p> <p>Preferred Stocks</p>	<p>975,777,508</p> <p>1,951,555,016</p> <p>0.50</p> <p>1,951,555,016</p> <p>- share”</p>	<p>Baht</p> <p>shares</p> <p>Baht</p> <p>shares</p> <p>shares</p>	<p>(nine hundred seventy-five million, seven hundred seventy-seven thousand five hundred and eight Baht)</p> <p>(one billion, nine hundred and fifty-one million, five hundred and fifty-five thousand and sixteen shares)</p> <p>(Fifty Satang)</p> <p>(one billion, nine hundred and fifty-one million, five hundred and fifty-five thousand and sixteen shares)</p>
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The authorized person being assigned by the Board of Directors will register the Memorandum of Association at the Department of Business Development. Such person has the power to amend the words or any other process to comply with the order of registrar.

10. Agreed to propose in the forthcoming 2022 AGM to re-appointment of directors who retired by rotation to resume their duties for another term as follows.

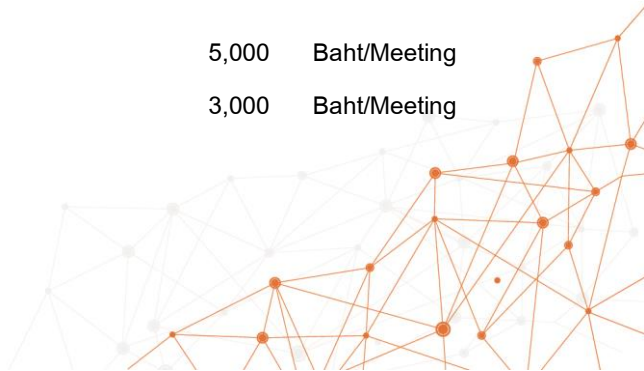
- |                       |               |  |
|-----------------------|---------------|--|
| 1) Mrs. Kesara        | Manchusree    | Chairman of the Audit Committee/Independent Director |
| 2) Pol.Lt.Gen. Suchat | Muankaew      | Independent Director                                 |
| 3) Mr. Suwichan       | Nilanan       | Director   |
| 3) Ms. Nuttanai       | Anuntarumporn | Director/Chief Executive Officer                     |

11. Agreed to propose in the forthcoming 2022 AGM to stipulate the director authority to act on behalf of the Company is staying unchanged because Mr. Nuttanai Anuntarumporn, the re-appointed director, is previously entitled such the authority. The directors whose entitled the authority to act on behalf of the Company are as follows.

“Mr. Sombat Anuntarumporn or Mrs. Chalida Anuntarumporn or Mr. Nuttanai Anuntarumporn has been authorized for sign and affix seal of the Company”

12. Agreed to propose in the forthcoming 2022 AGM to approve the remuneration of directors for the year 2022 as follows.

- |   |       |              |
|---|-------|--------------|
| 1) The Board of Directors                             |       |              |
| Chairman  | 9,000 | Baht/Meeting |
| Vice Chairman and Directors                           | 6,000 | Baht/Meeting |
| 2) The Board of Audit Committee                       |       |              |
| Chairman of the Audit Committee                       | 9,000 | Baht/Meeting |
| Audit Committee                                       | 6,000 | Baht/Meeting |
| 3) The Board of Nomination and Remuneration Committee |       |              |
| Chairman of the Nomination and Remuneration Committee | 5,000 | Baht/Meeting |
| Subcommittee member                                   | 3,000 | Baht/Meeting |
| 4) The Board of Risk Management Committee             |       |              |
| Chairman of the Risk Management Committee             | 5,000 | Baht/Meeting |
| Subcommittee member                                   | 3,000 | Baht/Meeting |



5) The Board of Good Corporate Governance Committee			
Chairman of the Good Corporate Governance Committee	5,000	Baht/Meeting	
Subcommittee member	3,000	Baht/Meeting	
6) the annual remuneration			
Chairman	80,000	Baht/Year	
Chairman of the Audit Committee	65,000	Baht/Year	
Directors	65,000	Baht/Year	

No Other Benefits.

13. Agreed to propose in the forthcoming 2022 AGM to appoint auditor from PricewaterhouseCoopers ABAS Ltd. The names of the registered auditors of PricewaterhouseCoopers ABAS Ltd are as follows.

- |                 |                    |  |
|-----------------|--------------------|--|
| 1) Mr. Wanvimol | Preechawat         | Certified Public Accountant (Thailand) No. 7795  |
| 2) Ms. Amornrat | Pearmpoonvatanasuk | Certified Public Accountant (Thailand) No. 4599  |
| 3) Ms. Kan      | Tanthawirat        | Certified Public Accountant (Thailand) No. 10456 |

The above auditors are independent and free of any interests in the Company. One of the auditors shall conduct the audit and express his/her opinion to the Company's financial statements. In case of one of them could not audit for the Company, PricewaterhouseCoopers ABAS Ltd shall assign another auditor to substitute the responsible. The audit fee for 2022 is Baht 1,885,000.

14. Approved and agreed to propose in the forthcoming 2022 AGM to consider and approve the review of Prohibitive Actions of Business Domination by Foreigner in order to comply with the Notification the National Broadcasting and Telecommunications Commission (NBTC) regarding the Determination of the Prohibitions of the Business Domination by Foreigner 2012.

15. Approved to set up the date of 2022 AGM to be held on April 27, 2022 at 10.00 a.m. by the meeting through Electronic Media (E-AGM), broadcasted live from Grand Suvarnabhumi, No. 48 Interlink Building, Ratchadapisek Road, Huay Khwang, Bangkok. The names of shareholders to attend the AGM 2022 will be specified on March 15, 2022. The agenda for the meeting will be as follows.

- |           |  |
|-----------|--|
| Session 1 | Matter to be informed  |
| Session 2 | Consider for the approval of Minute of Extraordinary General Meeting of Shareholders 1/2022, held on 27 January 2022 |
| Session 3 | Acknowledge of 2021 operation results  |



- Session 4 Consider for the approval of the financial statements for the year ended 31 December 2021
- Session 5 Consider for the approval of 2021 Net Profits' allocation
- Session 6 Consider for the approval to increase registered share capital from Baht 794,777,508 to Baht 814,777,508 by issuing new ordinary shares of 40,000,000 shares with a par value of Baht 0.50 each for accommodating the capital increase under the General Mandate basis and the amendment of the Memorandum of Association No. 4 according to the increase of share capital under the General Mandate basis
- Session 7 Consider for the approval to the allocation of newly issued shares under General Mandate basis at 40,000,000 shares with a par value of 0.50 Baht per share.
- Session 8 Consider for the approval to issue of warrant to purchase ordinary shares of Interlink Telecom Public Company Limited (ITEL-W4)
- Session 9 Consider for the approval to increase share capital for allocation for the issuance of warrants to purchase ordinary shares of the Company No. 4 (ITEL-W4) and the amendment of the Memorandum of Association No. 4 according to the increase of share capital for allocation for the issuance of warrants to purchase ordinary shares of the Company No. 4 (ITEL-W4)
- Session 10 Consider for the appointment of the committee who completed the tem of retirement and approval of stipulation the director's authority
- Session 11 Consider for the approval of directors' remuneration of 2022
- Session 12 Consider for the approval of the appointment of the Auditor and settle 2022 audit fee
- Session 13 Consider for the approval of the Prohibitive Actions of Business Domination by Foreigner
- Session 14 Consider for others

Please be informed accordingly.

Yours Sincerely,



(Mr.Nuttanai Anuntarumporn)

Chief Executive Officer

**Indicative Terms of Warrants to Purchase Ordinary Shares of  
 Interlink Telecom Public Company Limited No. 4 (“ITEL-W4”)  
 To be allotted to the existing shareholders**

- |   |   |  |
|---|---|--|
| <b>Nature of warrants</b>   | : | Warrants to purchase newly issued ordinary shares of Interlink Telecom Public Company Limited (“the Company”) No. 4 (“Warrant” or “ITEL-W4”)   |
| <b>Type of warrants</b>   | : | Specified name of the holders and transferable   |
| <b>Issuance amount</b>  | : | 322,000,000 units (Three hundred and twenty-two million units)   |
| <b>Offering price per unit</b>  | : | Allocation free of charge  |
| <b>Period of warrants</b>   | : | 2 years from the issuance and offering date  |
| <b>Number of shares issued and reserved for exercising right of warrant</b> | : | 322,000,000 shares (Three hundred and twenty-two million shares), par value Baht 0.50 per share  |
| <b>Offering method</b>  | : | Allocate to existing shareholders at the allocation ratio of 5 existing ordinary shares to 1 unit of warrant. (In case that there is any fraction from the allotment of warrant, any fraction of warrant will be discarded.)   |
| <b>Closing date of entitled shareholders to receive warrant</b>             | : | The record date to determine the name of shareholders who will be entitled to receive ITEL-W4 will be 13 May 2022  |
| <b>Issue date</b>   | : | Within 1 year after the approval from the shareholder meeting offer ITEL-W4  |
| <b>Exercise ratio</b>   | : | 1 unit of ITEL-W4 for 1 newly issued ordinary share (Unless the exercise ratio is adjusted under the conditions of rights adjustment)  |
| <b>Exercise price</b>   | : | Baht 3.30 per share  |
| <b>Exercise period</b>  | : | On the last business day of March, June, September, and December. The last exercise date shall be the date which is the 2-year anniversary from the issuance and offering date of ITEL-W4. In case the last exercise date is not a business day of the Company, the last exercise date shall be changed to the last business day of the Company prior to the maturity date of ITEL-W4. |
| <b>Submission Period</b>  | : | Warrant holders who wish to exercise their rights to purchase ordinary shares of the company can submit the intention form on every company’s business day within 7 days before each of the exercise date. Except the last exercise date, warrant holders can submit the intention form within 15 days before the last exercise date.  |

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- Secondary market of the warrants** : The Warrants will be listed on the Stock Exchange of Thailand (SET)
- Secondary market of newly issued ordinary shares** : The newly issued ordinary shares from the exercise of right under the ITEL-W4 will be listed on the Stock Exchange of Thailand (SET).
- Conditions if there are unexercised warrants left over** : The Company will cancel all the left unexercised warrants.
- Rights and Other Benefits** : The newly issued ordinary shares pursuant to the exercise of the ITEL-W4 will have the same rights and status as same as all other ordinary shares of the Company previously issued in all aspects.
- Impact on Shareholders** : Dilution effects from the right offering of warrants to purchase the ordinary shares of the Company offering to existing shareholders in proportion of their shareholding are as follows:

**1) Control Dilution**

$$\text{Control Dilution} = 1 - [Q_o / (Q_o + Q_w)]$$

Where:

$Q_o$  = Amount of shares before the issuance of ITEL-W4 in the amount of 1,000 million shares

$Q_w$  = Amount of newly issued as a result of exercise of the entire warrants in the amount of 312.50 million shares

$$\begin{aligned} \text{Thus: Control Dilution} &= 1 - [1,254 / (1,254 + 322)] \\ &= 20.43\% \end{aligned}$$

In case the existing shareholders exercise their entire ITEL-W4, there will be no control dilution as ITEL-W4 is issued to the existing shareholders proportionately, however, if the entire ITEL-W4 is exercised by others, the control dilution will be 20.43%.

**2) Price Dilution**

$$\text{Price Dilution} = [(P_o - P_n) \times Q_w] / [(Q_o + Q_w) \times P_o]$$

Where:

$P_o$  = The weighted average closing price of consecutive trading days before the date the Board of Directors' Meeting on 22 February 2022 (11 - 21 February 2022) which is equal to THB 6.14 (at par value THB 0.50).

$P_n$  = Exercise price of ITEL-W4 is equal to Baht 11.50

$$\begin{aligned} \text{Thus: Price Dilution} &= [(6.14 - 11.50) \times 322] / [(1,254 + 322) \times 6.14] \\ &= -17.84\% \end{aligned}$$

After the issue date, if the entire ITEL-W4 is exercised, there will be no price dilution.

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**Conditions concerning the right adjustment of warrants** :

The Company will adjust the exercise price and exercise ratio to ensure the benefits of the holders of ITEL-W4 are not less favorable in the case when any of the followings events occurs:

1. The Company changes the par value of the ordinary shares due to a consolidation or split of the ordinary shares;
2. The Company offers newly issued ordinary shares to the existing shareholders on Rights Offering basis, and/or on public offering and/or on Private Placement basis at a price lower than 90% of the price calculated based on the Market Price;
3. The Company offers any newly issued securities on Rights Offering basis, and/or on public offering and/or on Private Placement basis that are convertible/exchanged into ordinary shares (i.e. convertible bonds or warrants to purchase shares) for which the offering price of such newly issued ordinary shares is lower than 90% of the price calculated based on the Market Price;
4. The Company makes all or partial dividend payment by way of issuing newly issued ordinary shares to shareholders;
5. The Company pays cash dividend that exceeds the rate in Terms and Conditions for any operating year during the tenor of ITEL-W4; and
6. There are any other events similar to those mentioned in 1 to 5 above that may impair benefits of holders of ITEL-W4.

The Board of Directors or the attorney of the Board of Directors are empowered to consider adjusting other conditions and details related to adjustment or changes in the exercise ratio and exercise price.

**Other Conditions**

- :
1. the details in relation to the allocation of the Warrants, the date to determine the list of shareholders entitled to subscribe to and be allotted with the Warrants.
  2. enter into negotiations, an agreement, and signing the documents and contracts in relation to, and performing any acts relating to, the allocation of the Warrants, perform any acts, and signing any applications, waiver requests, reports, clarification letters and necessary evidence related to the allocation of the Warrants including communicate with, and submit the applications, waiver

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**Warrants Registrar**

: Thailand Securities Depository Co., Ltd.

**Details of Calculation of Supporting Shares**

: Calculation Method of Supporting Shares =  
[(amount of supporting shares for ITEL-W4 + amount of supporting shares for other warrant) / amount of total paid-up shares]

Where:

Amount of supporting shares for ITEL-W4 =  
322,000,000 shares (par value of Baht 0.50)

Amount of supporting shares for other warrant =  
304,569,431 shares (par value of Baht 0.50)

Amount of total paid-up shares =  
1,254,385,585 shares (par value of Baht 0.50)

Thus Supporting Shares

= (322,000,000 + 304,569,431) / 1,254,385,585

= 31.25%

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**Capital increase report form**  
**Interlink Telecom Public Company Limited**  
**February 22, 2022**

We, Interlink Telecom Public Company Limited, hereby report on the resolution of board of directors meeting no. 2/2565, held on 22 February 2022 from 10.30 a.m. to 12.00 p.m., relating to a capital increase/share allotment as follows:

**1. Capital increase:**

The board meeting passed a resolution approving the increase of the company's registered capital from THB 794,777,508 to THB 975,777,508 by issuing 362,000,000 ordinary shares with a par value of THB 0.50 each, totaling THB 181,000,000. Details of the each type of capital increase are:-

Type of capital increase	Type of share	Number of shares (shares)	Par value (THB/share)	Total (THB)
<input checked="" type="checkbox"/> Specifying the purpose of utilizing proceeds	Ordinary	322,000,000	0.50	161,000,000
	Preferred	.....	.....	.....
<input checked="" type="checkbox"/> General mandate	Ordinary	40,000,000	0.50	20,000,000
	Preferred	.....	.....	.....

**2. Allotment of new shares:****2.1 If specifying the purpose of utilizing proceeds**

Allotted to	Number of shares (shares)	Ratio (old : new)	Sale price (THB/share)	Subscription and payment period	Note
To allot for the exercise of warrants (ITEL-W2) issued to the existing shareholders	Not exceeding 322,000,000	5 existing ordinary shares to 1 unit of warrant	- Allocation free of charge - Exercise price of Baht 11.50 per share (Exercise ratio is 1 unit of ITEL-W4 for 1 newly issued ordinary share)	-	Please see Enclosure 2

2.1.1 The Company's plan in case there is a fraction of shares remaining  
 In case that there is any fraction from the allotment of warrant, any fraction of warrant will be discarded.

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## 2.2 Allotment of General Mandate

Allotted to	Type of shares	Number of shares (shares)	Percentage of paid-up capital <sup>1/</sup>	Remarks
Private Placement	Ordinary Shares	40,000,000	3.19	Please see Remarks

<sup>1/</sup> Percentage of paid-up capital as of the date the Board of Directors resolved to increase share capital under General Mandate

### Remarks:

1. The Company may either entirely or partially allocate the newly issued ordinary shares, whether in single or sequential allocation. In any case, the aggregate number of newly issued ordinary shares to be allocated to specific persons under the Private Placement basis under the General Mandate basis shall not exceed 10 percent of the paid-up registered capital of the Company as at the date the board of directors approving the increase of the registered capital under the General Mandate basis.
2. The specific persons under the Private Placement basis, who shall receive the allocation of the newly issued ordinary shares under the General Mandate basis, shall not be the related persons of the Company as specified in the Notification of the Capital Market Supervisory Board No. TorChor. 21/2551 Re: Rules on Connected Transaction and the Notification of the Stock Exchange of Thailand Re: Disclosure of Information and Practices of Listed Company in Respect of Connected Transaction B.E. 2546. The Company will disclose the names of investors who have been allocated the newly issued ordinary shares before the offering.
3. The offering price of the newly issued ordinary shares to the specific investors by means of the Private Placement under the General Mandate shall be “**Market Price**” which means the weighted average price of the Company’s shares trading on the stock exchange of not fewer seven consecutive business days but not more than 15 consecutive business days prior to the date for determination of such subscription price. The weighted average price using in the calculation must be the daily average price for trading. In this regard, the date for determination of the subscription price shall not be earlier than three business days prior to the first subscription date where the shares shall be offered to the investors. In the case that the Board of Directors of the Company deems that there is an appropriate cause by taking into account of the best interests of the Company, the Board of Directors may determine the offering price with a discount of not more than 10 percent of the market price, provided that the Board of Directors has taken into consideration of the market status at that time in determining such discount, pursuant to the Notification of the Capital Market Supervisory Board No. TorChor. 72/2558, Re: Approval of Offering for Sale of Newly-Issued Shares by Listed Companies to Specific Persons.

4. The Board of Directors meeting has resolved to assign the Board of Directors and/or the Chief Executive Officer and/or the person assigned by the Board of Directors. Has the authority to consider and set other detailed conditions related to such allocation as well as having the power to sign any relevant documents and have the power to perform any necessary and appropriate actions in connection with the allocation of the newly issued ordinary shares

**3. Schedule for a shareholders' meeting to approve the capital increase/allotment**

The 2022 General Meeting of Shareholders is scheduled to be held on 27 April 2022 at 10.00 a.m. at Grand Suvarnabhumi, 48 Interlink Building, Ratchadapisek Rd, Huay Khwang, Bangkok.

- The share register will be recorded for share transfer in order to determine the right to attend this meeting (Record date) on 15 March 2022.

**4. Approval of the capital increase/share allotment by relevant governmental agency and conditions thereto (if any)**

4.1 The Company will register the capital increase and the change of paid-up capital with the Department of Business Development, Ministry of Commerce.

4.2 The Company will apply for approvals from the Stock Exchange of Thailand for listing of the newly issued shares to be registered as securities in compliance with relevant regulations.

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

To use as fund for the business expansion of the Company to invest in projects to increase revenue and improve the operation performance for maximum benefit to the Company and the shareholders.

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

6.1 The Company has the better level of debt to equity ratio and the strength of capital structure as well as financial in financial institutions' view

6.2 To increase reserved fund to support the business expansion of the Company in the future

6.3 To increase working capital for business operation

6.4 To reduce interest-bearing debt

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

7.1 The Warrants will be listed on the Stock Exchange of Thailand (SET) which the Warrants' holder will be able to trade.

**INTERLINK TELECOM PUBLIC COMPANY LIMITED**

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Head Office : 0 2666 2222 Fax : 0 2666 2299 Email : [info@interlinktelecom.co.th](mailto:info@interlinktelecom.co.th)

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Website : [www.interlinktelecom.co.th](http://www.interlinktelecom.co.th) Facebook : [InterlinkTelecomPublicCompanyLimited](https://www.facebook.com/InterlinkTelecomPublicCompanyLimited) YouTube : [ITEL CHANNEL](https://www.youtube.com/ITELCHANNEL)

7.2 Equity and total assets of the Company will be increased, resulting to the increase in Market Capitalization in the future.

7.3 More convenience for shareholders to buy/sell shares as a result of the increase in liquidity.

7.4 The Company be able to expand its business and contribute to sustainable business growth.

7.5 The financial position of the Company will be strengthened and its financial risk will be reduced


**8. Other details necessary for shareholders to approve the capital increase/share allotment:**

-None-

**9. Schedule of action if the board of directors passes a resolution approving the capital increase or allotment of new shares:**

No.	Procedures of the capital increase	Date/Month/Year
1.	The Board of Directors' Meeting 2/2565	22 February 2022
2.	The date on which the recorded shareholders have the right to attend the 2022 General Meeting of Shareholders	15 March 2022
3.	The 2022 General Meeting of Shareholders	27 April 2022
4.	Registration of capital increase with the Ministry of Commerce	Within 14 days from the date of the shareholders' meeting resolution
5.	The date on which the recorded shareholders have the right to receive ITEL-W4	13 May 2022
6.	Issuance of ITEL-W4	Within 1 year after the approval from the shareholder meeting offer ITEL-W4

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

Signed  Authorized director  
 (Mr. Nuttanai Anuntarumporn)  
 Chief Executive Officer



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