

Notification of the Allocation of the Warrants to Purchase the Newly Issued Ordinary Shares of Workpoint Entertainment Public Company Limited No.1 (WORK-W1)

1. Details of the Securities Offered

Workpoint Entertainment Public Company Limited (“**The Company**”), located at 99 Moo 2, Bangpooon District, Muang-Pathumthani, Pathumthani Province 12000, Thailand, has issued the Warrants to Purchase the newly issued ordinary shares of Workpoint Entertainment Public Company Limited No. 1 or “WORK-W1” (“**the Warrants**”), in the number of 20,861,633 units to the shareholders pro rata to shareholdings (Rights Offering) at no cost, at allocation ratio of 20 existing ordinary shares for 1 unit of warrants. In this regard, the Company has allocated the newly ordinary shares in the number of 20,861,633 shares, with a par value of Bath 1 per share to accommodate the exercise of the Warrants. Terms and Conditions shall be summarized as follows:

Warrants Issuer	Workpoint Entertainment Public Company Limited
Name of Warrants	Warrants to Purchase Ordinary Shares of Workpoint Entertainment Public Company Limited No. 1 (WORK-W1)
Type of Warrants	Warrants to Purchase Ordinary Shares in named certificate and transferable
Allocation methods	<ul style="list-style-type: none"> ▪ The Warrants will be issued and offered to the Company’s existing shareholders with the allocation ratio of 20 existing ordinary shares for 1 unit of Warrants. The Company set the date for determining the names of shareholders who shall be entitled to receive the Warrants (Record Date) on September 22, 2015 and the date for gathering the names of shareholders under Section 225 of the Securities and Exchange Act B.E. 2535 (as amended) by closing the share register book and suspending the share transfer on September 23, 2015 for calculating the number of Warrants to be issued based on the aforementioned ratio. ▪ Any fractions resulting from the calculation based on the allocation ratio set forth shall be rounded down. <p>Details of the Warrants subscription and any other necessary conditions shall be determined by the Board of Directors or any person designated by the Board of Directors.</p>
Issuance Date	October 1, 2015
Last Exercise Date	September 30, 2019
Number of warrants issued	20,861,633 units
Offering Price Per Unit	Baht 0 (Zero Baht)
Exercise Ratio	1 unit of warrant per 1 ordinary share (unless the exercise ratio is adjusted otherwise pursuant to the conditions concerning the rights adjustment)

Exercise Price	38.10 Baht per share (unless the exercise price is adjusted otherwise pursuant to the conditions concerning the rights adjustment)
Term of warrants	4 years from the Issuance date. In this respect, the Company shall not extend the term of the Warrants after the issuance
Exercise Period	The Warrant Holders shall be entitled to exercise their rights under the Warrants on the 25th of February, May, August and November of each calendar year through the term of Warrants (the “Exercise Date”). In the event that the Exercise Date is not a business day, such Exercise Date shall be postponed to the next business day. The first Exercise Date is on November 25, 2015. The last Exercise Date will be on the last date of the fourth year from the issuance date, which is on September 30, 2019. In the event that the last Exercise Date is not a business day, such last Exercise Date shall be postponed to the next Business Day.
Period for the Notification of Intention to Exercise the Warrants	The Warrant Holders who wish to exercise their rights to purchase ordinary shares of the Company shall deliver a notification of the intention to exercise the Warrants during 9:30 hrs. until 15:30 hrs. within the period of 5 Business Days prior to each Exercise Date (the “Notification Period”), except for the Last Exercise Date in which the Notification Period shall be during 9:30 hrs. until 15:30 hrs. within the period of 15 Business Days prior to the Last Exercise Date. (the “Last Notification Period”).
The Agent Receiving Exercise Intention and Place to Exercise the Warrants	Investment Management Department Workpoint Entertainment Public Company Limited 99 Moo 2, Bangpoon District, Muang-Pathumthani, Pathumthani Province 12000 Tel. 02-8332281, 02-8332286 Fax. 02-8332998-9 However, in the case that the Company has changed the place to exercise the Warrants or has appointed the Agent Receiving Exercise Intention, the Company will notify the change to the Warrant Holders through the electronic information disclosure means of the SET. The Warrant Holders shall be deemed to be aware of it.
Irrevocability of the notification of intention to exercise the Warrants	The intention to exercise WORK-W1 shall be irrevocable upon the Exercise Notice is served.
Numbers of ordinary shares issuable upon the exercise of the Warrants	20,861,633 shares (with a par value of Baht 1 per share) which are 5% of the total paid-up shares of the Company.
Warrant registrar	Thailand Securities Depository Company Limited

Secondary market of the Warrants	The Company will list the Warrants in the Thai stock market where the Company's ordinary shares are traded
Secondary market of the shares Issued upon the exercise of the Warrants	The Company will list the shares issued upon the exercise of the Warrants in the Thai stock market where the Company's ordinary shares are traded
Events that require the issuance of new shares to accommodate the rights adjustment	When the Company adjusts the exercise price and/or the exercise ratio pursuant to the provisions concerning the rights adjustment as stipulated in the Terms & Conditions, which resemble the events stipulated in Clause 11 (4) (b) of the Notification of the Capital Market Supervisory Board No. TorJor. 34/2551 Re: Application for and Approval of Offer for Sale of warrants to Purchase Newly Issued Shares and Shares Issuable upon the Exercise of warrants dated 15 December 2008 (as amended).
Rights adjustment of the Warrants	<p>The Company shall adjust the Exercise Price and/or Exercise Ratio to purchase the Company's newly issued ordinary shares throughout the term of the Warrants if any of the following events occurs to maintain benefits and returns to the Warrant Holders in a way that the benefits and returns will not be less than originally granted.</p> <ol style="list-style-type: none"> 1. In case of a change in a par value of the Company's ordinary shares as a result of the consolidation of shares or split of shares, the adjustment of Exercise Price and Exercise Ratio shall be effective immediately once the change of the share par value occurs. 2. In case the Company issues and offers the new ordinary shares to its existing shareholders and/or public offering and/or private placement at the net price per share of the new ordinary shares which is below the market price per share of the Company's ordinary shares as stipulated in the Terms and Conditions of the Warrants. 3. In case the Company issues new securities to its existing shareholders and/or public offering and/or private placement and such securities confer the right to convert/exchange to ordinary shares or the right to purchase the ordinary shares (such as convertible debentures or warrants representing rights to purchase the ordinary shares) at the net price per new ordinary shares of which the offering price and/or the exercise price is below the market price per share of the Company's ordinary shares as stipulated in the Terms and Conditions of the Warrants. 4. In case the Company distributes dividend, whether in whole or in part, in the form of the Company's ordinary shares to its

	shareholders. 5. In case the Company distributes dividend in cash in excess of the rate specified in the Terms and Conditions of the Warrants. 6. In any event where the Warrant holders are caused to lose their rights and interest they should have had pursuant to such Warrant in any way other than those stated in items 1-5.
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2. Subscription, Offering and Allocation

2.1 Allocation Methods

The Warrants were issued without being processed through underwriter as the allocation of the Warrants was made to the existing shareholders of the Company on a pro rata basis to their respective shareholdings (Rights Offering), at no cost. The allocation of the Warrants was made to the shareholders of the Company whose name appeared on the date for determining the names of shareholders who shall be entitled to receive the Warrants (Record Date) on September 22, 2015 and the date for gathering the names of shareholders under Section 225 of the Securities and Exchange Act B.E. 2535 (as amended) by closing the share register book and suspending the share transfer on September 23, 2015.

2.2 Date, Subscription Methods and Payment

The Warrants were allocated to the existing shareholders of the Company at no cost. Therefore, there is no date, subscription method and payment mechanism for the subscription of the Warrants.

Other details shall be in accordance with the Terms and Conditions.