



L-WAVE 68/2018

14 December 2018

Subject: Notification of the 3rd Exercise Right of Warrant of Wave Entertainment Public Company Limited ("WAVE-W1")

To: President
The Stock Exchange of Thailand

Wave Entertainment Public Company Limited ("Company") has just issued the Warrants to purchase the Company's ordinary share No.1 (WAVE-W1) ("Warrant") in the total amount of 42,119,734 units. Warrant holders can exercise their rights to purchase the Company's ordinary share on the last business day of June and December throughout three years from the issuance date ("Exercise Date"). Due to the third exercise date is 28 December 2018, the Company would like to inform about the details regarding the 1st Exercise Right of warrant (WAVE-W1) as follows :

1. **Exercise Date :** 28 December 2018
2. **Exercise Ratio :** 1 unit of Warrant will be entitled to purchase 1 ordinary share
3. **Exercise Price :** Baht 6.00 per 1 ordinary share
4. **Exercise Period :** 21-27 December 2018 (5 business days) between 09.00 hr. and 16.00 hr.

5. Exercise of Warrants and Conditions on Exercise

The Warrant Holders who wish to exercise their right to purchase ordinary shares shall comply with the conditions to exercise the Warrants, by proceeding and sending the following documents to the Company:

- 5.1 An Exercise Notification Form to purchase ordinary shares that is correctly, clearly and completely filled out in all sections, signed by the Warrant Holders and sent to the Company within the Exercise Period. The Warrant Holders can obtain the Exercise Notification Form to exercise their right to purchase ordinary shares of the Company within each Notification Period at the Contact Place for the Exercise or can download the Exercise Notification Form from the Company's website (www.wave-groups.com).

5.2 The Warrants or the Warrant Substitutes, in the form prescribed by the Stock Exchange, bearing the signatures of the Warrants Holders representing the relevant number of the Warrants as specified in the Exercise Notification Form and a power of attorney in the case that the Warrant Holders delegate another person to receive the new Warrants of the unexercised portion (if any).

5.3 The Warrant Holders shall make payment in the amount specified in the Exercise Notification Form and submit the evidence of payment to the Company by means of one of the following means:

1) Fund transfer

The Warrant Holders who wish to exercise their rights shall transfer the money to the current account No. 014-3-00582-5 of Bangkok Bank Public Company Limited, Maleenont Tower Branch, Account Name: "Share Subscription Account, Wave Entertainment Public Company Limited"

The Warrant Holders who wish to exercise their rights shall specify the shareholder registration no. (as set out in the share subscription certificate) or citizen identification no., full name, and telephone no. on the back of a copy of deposit / transfer slip. In this regard, the Warrant Holders shall only transfer the money once for each share subscription certificate and attach a copy of deposit / transfer slip with the documents for the exercise of Warrants to the Company.

2) Cheque, draft, or cashier's cheque

The Warrant Holders who wish to exercise their rights by paying for the price of the shares via cheque, draft, or cashier's cheque shall do so via cheque, draft, or cashier's cheque which can be taken for collection in Bangkok at the Thailand Clearing House Co., Ltd. within one business day of its issuance, provided that it is crossed and made payable to "Share Subscription Account, Wave Entertainment Public Company Limited"

The Warrant Holders who wish to exercise their rights shall specify the shareholder registration no. (as set out in the share subscription certificate) or citizen identification no., full name, and telephone no. on the back of the cheque, draft, or cashier's cheque. The Warrant Holders shall only pay once for each share subscription certificate.

The Company will not accept any documents relating to the subscription for the ordinary shares via mail, cheques issued in provinces other than Bangkok, drafts, or cashier's cheques sent via mail, and payments for the share subscription made in cash.

The Warrant Holders who wish to exercise their right to purchase ordinary shares shall be responsible for additional expenses and/or transaction fee charged from banks (if any).

5.4 The Warrant Holders shall be responsible for the stamp duty or applicable tax (if any) in accordance with the Revenue Code, or any regulation or any law governing the exercise of the Warrants.

5.5 Supporting evidence for exercising the Warrant

- 1) Thai individuals : A certified true copy of a valid identification card or governmental officer identification card / state enterprise officer identification card (in the case of any change in name/surname which causes the name/surname to be different from the name/surname appearing on the Warrants, a copy of any document issued by the governmental authority e.g. certificate of name/surname change, etc. must be enclosed).
- 2) Non-Thai individuals : A certified true copy of a valid alien identification card or a passport.
- 3) Thai juristic persons : A certified true copy of the affidavit certifying the registration of the juristic person issued by the Ministry of Commerce or the competent government authority for a period of no longer than 6 (six) months prior to the date on which the exercise notification form is submitted, duly signed by the authorized director(s) whose name(s) appear on such affidavit certifying the registration of the juristic person, along with a certified true copy of the documents specified in Clause 1) or 2) of the authorized director(s) (as the case may be).
- 4) Non-Thai juristic persons : A certified true copy of the certificate of incorporation and/or affidavit of such legal entity issued from the competent government authority of the country in which such juristic person is incorporated, notarization by a notary public of the country issuing such documentation for a period of no longer than 6 (six) months prior to the date on which the exercise notification form is submitted, duly signed by the authorized director(s) and a certified true copy of the documents specified in Clauses 1) or 2) of the authorized director(s) (as the case may be).
- 5) Custodians : A certified true copy of the certificate of incorporation, notarization by a notary public of the country issuing such documentation for a period of no longer than 6 (six) months prior to the date on which the exercise notification form is submitted, including a letter of custodian appointment and a certified true copy of the documents specified in Clauses 1) or 2) of the authorized signatory (as the case may be).

If a Warrant Holder fails to submit the aforementioned supporting documents when exercising the Warrants, the Company reserves the right to deem that such Warrant Holder does not intend to exercise the rights under the Warrants on the relevant Exercise Date. Nevertheless, the Company may use its discretion to allow such Warrant Holder to exercise the Warrants as it deems appropriate.

6. Details and Condition to Exercise Rights to Purchase Ordinary Shares

The exercise of warrant is subject to the Terms and Conditions Governing Rights and Obligations of the Issuers and Holders of the Warrants to Purchase Ordinary Shares No.1 of Wave Entertainment Public Company Limited (WAVE-W1) as at 11 May 2017.

7. Contact Place

Corporate Finance Division

Wave Entertainment Public Company Limited
15th Floor, Maleenont Tower,
No. 3199 Rama IV Road, Klongton Subdistrict,
Klongtoey District, Bangkok 10110
Telephone: 0-2665-6705
Fax: 0-2665-6750
Website: www.wave-groups.com

Please be informed accordingly,

Yours sincerely,



(Mr. Matthew Kichodhan)

Chairman and Chief Executive Officer