

L-WAVE ENT 69/2565

15 December 2022

Subject: Notification of the resolutions of the board of Directors regarding Issuance of Debentures and schedule of the Extraordinary General Meeting of Shareholders No. 1/2023 (electronic meeting) (E-EGM 1/2023)

To: President of the Stock Exchange of Thailand

The Board of Directors' Meeting No. 9/2022 of Wave Entertainment Public Company Limited, which was held on Thursday 15 December 2022 has passed the important resolutions which can be summarized as follows:

1. Resolved to present to The Extraordinary General Meeting of Shareholders No. 1/2023 to approve the issuance and offering of debentures with a total amount not exceeding 1,000,000,000 baht (one billion baht), with details as follows:

Objective	For operating and/or expanding existing and/or new businesses and/or as working capital of the Company and its subsidiaries or other purposes as the Board of Directors deems appropriate.
Type of Debentures	Any and all types or categories of Debentures, name-registered Debentures and/or bearer Debentures, secured and/or unsecured Debentures, subordinated and/or unsubordinated Debentures and/or with or without credit rating and/or with or without Bond Holder Representative and/or amortizing or callable. This clause is subject to market conditions as of the issuance and offering the Debentures at each time which will be permitted by the relevant regulatory authorities.
Currency	Thai Baht and/or foreign currency using exchange rates at the time of each issuance and offering of the Debentures.
Value of Debentures	The total value of Debentures which has not yet been redeemed will not exceed 1,000,000,000 baht (one billion baht) or its equivalent amount in any currency at any time. The Company can issue and offer additional Debentures and/or issue and offer the Debentures to replace the existing Debentures that had been redeemed, but is subject to the aforementioned credit limit at any given time.
Tenor	As specified in each period depending on market conditions at the time of issuing and offering debentures.
Interest Rate	Subjecting to market conditions at the time of each issuance and offering of the Debentures. The Interest rate is deemed to be in compliance with the notification of

	Securities Exchange Committee and/or Securities & Exchange Commission and/or other related notification or regulatory which is effective on the date of the issuance and offering of the Debentures each time.
Offering	<p>(1) Debentures can be offered in one or several occasions, and/or as projects and/or as revolving. In case that the Company offers Debentures in revolving form, the Company is allowed to redeem or receive principle repayment in compliance with the terms and credit as indicated.</p> <p>(2) Public offering and/or offering via Private Placement and/or offering to domestic and/or foreign Financial Institution and/or major investors all at once or on several occasions in compliance with the notifications of Securities Exchange Committee and/or Capital market committee or other notification, ministerial regulations, rules and other related regulations which is effective on the date of issuance and offering of the Debentures.</p> <p>(3) In case that the Company has redeemed or repaid the Debentures value of the approved credit limit, the Company is allowed to issue additional Debentures to the amount of the redemption or repay which the Debentures issuance to place the existing Debentures will have term and condition as indicated.</p>
Prior Redemption	Debentures holders and/or the Company may or may not have the right to redeem Debentures prior to maturity or the Company may or may not indicate to have the right to redeem in Special Event Redemption Company depending on the terms and conditions of each Debentures issuance.
Authorization	In this regard, the Board of Directors and/or the Chief Executive Officer and/or the Executive Committee have the authority to set other terms and conditions related to the issuance and offering of debentures, such as determining the name, the nature of the offering of debentures, number of debentures to be issued and offered for sale each time, type of debentures, collateral, offering price per unit, maturity, redemption period early redemption, interest rate, method of payment of principal and interest, allocation method and details of the offering, etc., including the registration of such debentures with the Thai Bond Market Association or any secondary market as well as to have the power to apply for permission from relevant agencies appointment of advisors or persons involved in the issuance, appointment of a financial advisor Debenture underwriter credit rating agency property appraiser legal advisor debenture registrar payment agent bondholder representative or another consultant or any other person related to the issuance and offering of debentures and offering of debentures including negotiating, agreeing, and signing contract documents related and has the power to take any action as necessary and related to the issuance and offering of debentures at this time.
Other condition	Depending on the market conditions at the time of issuing and offering debentures each time and other related factors.

2. Approved the convening of the Extraordinary General Meeting of Shareholders No. 1/2023 (electronic meeting) (E-EGM 1/2023) on Tuesday 28 February, 2023 at 2.00 pm., at the Company Office no. 2445 Thararom Business Tower 14th Floor, New Petchaburi Rd, Bang Kapi, Huai Khwang, Bangkok 10310 according to the following agenda;

Agenda 1 To certify the minutes of the Extraordinary General Meeting of Shareholders 2022 held on September 13, 2022.

Agenda 2 To consider and approve the issuance and offering of debentures in the total amount not over 1,000,000,000 baht (one billion baht).

Agenda 3 To consider other matters (if any).

3. Determine the names of shareholders who are entitled to attend the Extraordinary General Meeting of Shareholders No. 1/2023 on Friday 30 December 2022 (Record Date).

Please be informed accordingly.

Yours sincerely,

-James Andrew Moore-

James Andrew Moore

CEO