

(F 53-4)

Capital Increase Report Form**Begistics Public Company Limited****May 14, 2019**

We, Begistics Public Company Limited (The "Company"), hereby report the resolution of the Meeting of the Board of Directors No 6/2019, held on May 14, 2019 in respect of a capital increase/ share allotment as follows:

1. Capital Increase

The Board of Directors' Meeting passed a resolution approving the registered capital increase of the company from Baht 883,340,850.84 to Baht 1,757,131,698.04 by issuing ordinary share of 1,284,986,540 shares at the par value of Baht 0.68 per share. Total newly-issued share is THB 873,790,847.20

Capital increase	Stock type	Number of shares	Par value (Baht per share)	Total (baht)
<input checked="" type="checkbox"/> Objective form In using money	Common share Preferred shares	1,284,986,540	0.68	873,790,847.20
<input type="checkbox"/> General Power of Attorney (General Mandate)	Common share Preferred shares			

2. Allotment of new shares

The Board of Directors' Meeting passed a resolution approving the allotment of 1,284,986,540 ordinary shares with a par value of Baht 0.68, totaling Baht 873,790,847.20 by issuing warrants. Total warrants (existing and newly-issued) must not exceed 50% of the company registered and paid-up shares. Details are as follow.

Details of allotment

Allotted to	No. of shares	Ratio	Offering Price (THB)	Subscription and settlement	Remark
1. The existing shareholders					
capital to the existing shareholders of the Company in proportion to their shareholdings (Right Offering)	871,759,905	1:1	0.33	Note A.	

Allotted to	No. of shares	Ratio	Offering Price (THB)	Subscription and settlement	Remark
2. To support the conversion / exercise of warrants					
Reservation for exercise warrant 5 (B-W5) which will be issued and offered to the existing shareholders	290,586,635	3 ordinary share : 1 unit of warrant	0.00 บาท	-	Note B.
Reservation for adjustment of rights of warrants 4 (B-W4)	32,210,000				Note C.
Reservation for adjustment of rights of warrants 3 (B-W3)	90,430,000				Note D.

Note:

- A. Allocate not more than 871,759,905 newly issued ordinary shares of the Company at a par value of Baht 0.68 per share to be offered to the existing shareholders of the Company in proportion to the shareholding of each shareholder in the ratio of 1 existing share to 1 Capital increase ordinary shares At the offering price of 0.33 baht per share ("offering price to the shareholders in proportion"). Which is a discount price from the closing price of the company's shares on the Stock Exchange of Thailand on 14 May 2019, which is the date that the Board of Directors resolved this matter (The closing price of the Company's shares as of May 14, 2019 is equal to 0.59 baht. Therefore, the offering price of 0.33 baht per share is therefore calculated as a discount price of 55.93% of the closing price above) The existing shareholders have the right to subscribe for the newly issued ordinary shares in excess of their rights. The shares that have subscribed for shares in excess of the rights will be allocated to shareholders who subscribe for more than the rights after the allocation of the newly issued ordinary shares to all shareholders who subscribe according to their rights. First round only

In the event that the number of shares remaining is less than the number of shares that have subscribed to more than rights

The Company will allocate shares to all shareholders who express their intention to subscribe for the newly issued ordinary shares in excess of their rights. And have paid for the subscription of such shares.

In the event that the number of shares remaining is less than the number of shares that have subscribed to more than rights

Attachment 2

Each shareholder who expressed his intention to subscribe for the newly issued ordinary shares in excess of his rights Will receive the allocation of shares in excess of rights according to the shareholding ratio of each shareholder Which the company will allocate the remaining shares from the allocation to the shareholders in proportion to the proportion after the allocation to the shareholders who subscribe for shares in excess of each right which has not yet been allocated in proportion to the holding Shares of each shareholder Until there are no shares remaining from the allocation However, the number of shares to be allocated to shareholders who subscribe for shares in excess of rights will not exceed the number of shares that have already subscribed and paid for the subscription. In this regard, the allocation of the newly issued ordinary shares to shareholders who subscribe for shares in excess of their rights shall not cause the non-Thai shareholders to hold more than 49 percent of the paid-up capital of the company.

In the case of allocation and / or offering of ordinary shares to the shareholders who have the right to subscribe for the newly issued ordinary shares are shareholders whose names appear in the shareholder register book on 6 August 2019 (Record Date) and determine the subscription date for the newly issued ordinary shares of the company during 26 - 30 August 2019 (including 5 working days). However, the determination of rights to subscribe and receive the allocation of shares including the determination of the subscription date for the said capital increase shares is still uncertain until approved by the shareholders' meeting

- B. Allocation of shares to support the exercise of the B-W5 warrants in the amount of 290,586,635 shares to support the exercise of B-W5 warrants.
- C. Allocation of shares to accommodate the adjustment of the right of B-W4 warrants in the amount of 32,210,000 shares to support the adjustment of the rights of the B-W4 warrants in accordance with the terms and conditions in the case that the company has sold ordinary shares to Existing shareholders At the net price per share of newly issued ordinary shares lower than 90 percent of the market price of ordinary shares.
- D. Allocation of shares to accommodate the adjustment of the rights of the B-W3 warrants in the amount of 90,430,000 shares to support the adjustment of the rights of the B-W3 warrants in accordance with the rights requirements in the event that the company has sold ordinary shares Existing shareholders At the net price per share of newly issued ordinary shares lower than 90 percent of the market price of ordinary shares

2.2 Company operations In the case of a fraction of shares

In the event that there is a fraction of shares Rounding off the shares

In this regard, the Board of Directors and / or the person assigned by the Board of Directors assigned as the authority to consider and determine amendment, change of conditions and details related to the offering of such shares, such as the time of subscription stock payment method how to allocate new ordinary shares, etc., as well as having the authority to sign any documents associated And have various authority necessary and appropriate in connection with the offering of capital increase shares including but not limited to providing information submission of documents to the securities and

Exchange Commission and the Stock Exchange of Thailand, Thailand Securities Depository Company Limited, Ministry of Commerce or other related agencies as well as the listing of new ordinary shares as listed securities on the Stock Exchange of Thailand.

3. Set up date of Extraordinary general shareholders meeting to approve capital increase, and allotment of new shares
Set up date of Extraordinary general shareholders meeting 1/2019 on Friday 26 July, 2019 at 14:00 at the meeting room on Chamai Maruchet of Royal Thai Army Military Club, 195 Vibhavadi-Rangsit Road, Samsen Nai, Phayathai, Bangkok 10400.

The company will establish the list of shareholders who are entitled to attend the Extraordinary General Shareholders Meeting, to subscribe warrants and new share issuance (Record Date) by closing the registration book on May 29, 2019.

4. Approval of the capital increase/ share allotment by the relevant governmental agency and conditions thereto (If any)
- 4.1 Registration of capital increase Amend the memorandum of association and the registration of the paid-up capital with the Department of Business Development Ministry of Commerce
- 4.2 Approval from the Stock Exchange of Thailand to accept the newly issued ordinary shares as listed securities and entering into trading on the Stock Exchange of Thailand
5. Objectives of the capital increase and plans for utilizing proceeds received from the capital increase:
- 5.1. In order to allocate the newly issued ordinary shares to the existing shareholders in proportion to their shareholding (Right Offering)
- 5.2. To support the exercise of warrants to purchase ordinary shares of the Company No. 5 (B-W5)
- 5.3. To support the adjustment of the rights of warrants to purchase ordinary shares of the Company No. 4 (B-W4)
- 5.4. In order to support the adjustment of rights of warrants to purchase ordinary shares of the Company No. 3 (B-W3)
- 5.5. To use the proceeds from the capital increase as follows:

To use the proceeds from the capital increase	Proportion of use of funds from capital increase (percent)	Period of use of capital increase
5.5.1 Invest in businesses that are studying energy projects. Which is not a business that the company currently operates, namely transportation, port, logistics and factoring	43	2019-2021

Attachment 2

To use the proceeds from the capital increase	Proportion of use of funds from capital increase (percent)	Period of use of capital increase
5.5.2 Invest in transportation business	14	2019-2021
5.5.3 Investing in port business	5	2019-2021
5.5.4 Invest in Beyond Capital Co., Ltd. (a subsidiary company)	17	2019-2021
5.5.5 Investing to support business expansion	13	2019-2021
5.5.6 Working capital in the business	8	
Total	100	

In this regard, the company plans to use the remaining funds from the offering of the newly issued ordinary shares at the amount of 177.22 million baht and the remaining money from the sale of land in the amount of 122.78 million baht. The use of funds No. 5.5.1 to 5.5.6 as mentioned above and when the capital increase according to the objectives, 5.5.1 to 5.5.5, is left to be able to apply to the objectives of 5.5.6, according to the remaining amount and if the capital increase above is not fully allocated for the purpose The company has guidelines for finding additional funding sources from financial institutions and various capital groups.

5 Benefits which the Company will receive from the capital increase/ share allotment:

- 6.1 Strengthen the Company's financial position.
- 6.2 Be able to expand the Company's businesses

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

- 7.1 The company's financial structure will increase the value of shares of the Company in the future.
- 7.2 Expected higher operating profit and dividend payment.

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

- 8.1 Details of the allocation of newly issued ordinary shares for offering to the existing shareholders in proportion to the shareholding (Right Offering) is attached.
- 8.2 The details of issuance and offering the Company's warrant B-W5 is attached.

- 9 Schedule of action where the Board of Directors of the Company passes the resolution approving the capital increase or allotment of new shares
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|---|---|
| 9.1 Board of directors meeting 6/2019 | May 14, 2019 |
| 9.2 Record date to determine the name of shareholders who are entitled to attend the Extraordinary general shareholders meeting. | March 14, 2019 |
| 9.3 Date of the Extraordinary general shareholders meeting No.1/2019 | July 26, 2019 |
| 9.4 To proceed with the registration of the resolution to increase the registered capital and amend the Company's Memorandum of Association. With the Ministry of Commerce | Within 14 days from the date of the shareholders' meeting |
| 9.5 Determined the list of shareholders who are entitled to the allocation of new ordinary shares to the existing shareholders in proportion to their shareholding (Right Offering) | August 6, 2019 |
| 9.6 Determined the shareholders' name who is entitled B-W5 by closing the registration book | August 6, 2019 |
| 9.7 Period for exercising rights to subscribe for new shares | 26-30 August 2019 |
| 9.8 Registered paid-up capital with the Ministry of Commerce | Within 14 days After the end of the exercise period to subscribe for new shares |
| 9.9 Capital increase shares listed on the main market | Will inform you |

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

Sincerely yours,



Mr. Pongsiri Sirithorn
Chief Executive Officer