



ทะเบียนเลขที่ 0107540000111

บริษัท บริหารและพัฒนาเพื่อการอนุรักษ์สิ่งแวดล้อม จำกัด (มหาชน)
General Environmental Conservation Public Company Limited

Ref No : GENCO 283/2014

December 12, 2014

To: President
The Stock Exchange of Thailand

Subject: Notification of the 2nd Exercise Right of warrant of GENCO-W1

Dear Sir,

The General Environmental Conservation Public Company Limited (“Company”) has issued the Warrants to purchase the Company’s ordinary share No.1 (GENCO-W1) in the total amount of 179,999,606 units, the Company would like to inform about the details regarding the 2nd Exercise Right of warrant (GENCO-W1) as follows:

1. Exercise Date

30 December 2014

2. Notification Period for the Exercise of Warrant

15 December 2014 to 29 December 2014 during 9:00 a.m.- 4:00 p.m. of each business day

3. Exercise Ratio

1 unit of Warrant per 1 ordinary share

4. Exercise price

Baht 1.10 per 1 ordinary share

5. Required Document

5.1 Duly and accurately completed Exercise Notice.(Exercise Notice can be downloaded on www.genco.co.th)

5.2 The Warrants or the Warrant substitutes bearing signature of holders in form prescribed by the SET representing the relevant number of warrants as specified in the Exercise Notice and a power of attorney letter in case that the holders of Warrant delegate another person to receive new certificates of the unexercised Warrants (if any).

5.3 Payment of the amount specified in the Exercise Notice. The Warrant Holders who wish to exercise their rights shall pay in the forms of Cash, Cheque, Draft, Cashier’s Cheque, or Bank payment order which can be cashed in Bangkok Metropolitan area within 2 Business days from each Notification Date. The form of payment must be crossed and made payable to “**General Environmental Conservation Public Company Limited for Share Subscription**”, **Account no. 982-3-39980-8, Saving Account, Krungthai Bank Public Company Limited, J.J. Mall (Chatuchak) Branch.** In case of money transfer, the Warrant Holders must enclose the evidence of such transfer (Pay-in Slip) to the Company at the address specified.

The exercise shall be valid only if the payment is collectible. In the event that the payment cannot be collected for any reasons not caused by the Company, it will deem that the Warrant Holders intend to cancel such exercise and correspondingly approve such cancellation. However, such cancellation shall not deprive the Warrant Holders the rights to purchase ordinary shares for the next period except for the cancellation on the last exercise period, where the right to purchase the ordinary shares shall be deemed expired.

5.4 Evidence supporting the exercise

- 1) Thai Individual Person : Certified copy of identification card (In case of a minor, certified copies of identification card of the parents and household registration having the name of the minor must be attached)
- 2) Foreign Individual Person : Certified copy of valid passport or foreigner certificate (alien identification card)
- 3) Thai Juristic Person : Copy of corporate affidavit issued by the Ministry of Commerce not more than 12 months prior to the Exercise Date, duly certified by authorized director(s) as stated in that corporate affidavit and certified copies of supporting evidences of such authorized director(s) as in 1) or 2)
- 4) Foreign Juristic Person : Copies of corporate registration, consisting of Incorporation Certificate, Memorandum of Association, Articles of Association, and Corporate Certificate issued not more than 12 months prior to the Exercise Date.
All the documents shall be duly certified by a Notary Public and Thai Embassies or Thai Consulates in the country in which such document is issued and authorized director(s) as stated in that Corporate Certificate and certified copies of supporting evidences of such authorized director(s) as in 1) or 2).
- 5) Custodian : Copy of corporate affidavit duly certified by Notary Public in which such document is issued and document evidencing appointment of custodian together with certified copies of supporting documents of the authorized person as in 1) or 2).

6. Contact Place

General Environmental Conservation Public Company Limited
Stock Exchange of Thailand Department
447 Bond Street Road, Bangpood,
Pak Kret Nonthaburi, 11120
Telephone: 0-2502-0926 or 0-2502-0900 Extension 603
Fax: 0-2502-0929
Website: www.genco.co.th

7. Other Conditions

- 7.1 The Warrant Holders or holders of the Warrant Substitutes must exercise the rights to purchase the ordinary shares at a minimum amount of 100 shares or multiples of 100 shares, except in case where the Warrant Holders or holders of the Warrant Substitute have the rights to purchase less than 100 ordinary shares, they must exercise the rights to purchase all shares at one single time.
- 7.2 If the Company has not received the evidence of Warrant certificate or the Warrant Substitute or a full payment as specified in the Exercise Notice, or the Company finds that the Exercise Notice is not completely and accurately filled in by the Warrant Holders, the Warrant Holders shall rectify the found errors within that particular Notification Period. If the Warrant Holders fail to correct the found errors within the required period, the Company shall deem such notification of intention to exercise invalid without any exercise and shall return the previously received payment and the Warrant certificate or the Warrant Substitute to the Warrant Holders by registered mail within 14 days from each Exercise Date without any interest reimbursement in whichever cases.
- 7.3 Any failure by the Warrant Holders to make payment for such exercise of rights in full shall entitle the Company to proceed to one of the following alternatives:
 - 1) Deem that the Exercise Notice is invalid without any exercise; or
 - 2) Deem that the number of ordinary shares subscribed shall equal to the amount the Company received for the exercise of the warrants at the exercise price; or
 - 3) Demand the Warrant Holders to pay for the remaining balance of the relevant exercise within that Notification Period. If the Company does not receive payment within such period, the Company shall deem the notification of intention to exercise invalid without any exercise.

Any alternatives proceeded by the Company shall be deemed as ultimatum. In case of 1) or 3), the Company will return the received payment by check crossed "A/C payee only" which

specifies Warrant Holders' name and Warrant certificates or the Warrant Substitute by registered mail within 14 days from the Exercise Date without any interest reimbursement in all cases.

For case 2), the Company will return the remaining Warrants or the Warrant substitute and the remaining balance (if any) in case that the Company deems that only partial exercise is made to the Warrant Holders by registered mail within 14 days from the Exercise Date without any interest reimbursement. The Warrants or the Warrant substitute that are not exercised are still valid until the Last Exercise Date.

Please find other details and conditions in Rights and Duties of the Issuer and the Holders of Warrants to Purchase Ordinary shares of General Environmental Conservation Public Company Limited No. 1 (GENCO-W1).

Please be informed accordingly.

Yours sincerely,

A handwritten signature in black ink, appearing to read 'R. Tantragoon', with a horizontal line underneath.

Asst.Prof. Ronnachai Tantragoon
Managing Director