

**Notification of Right to Subscribe
for newly-issued Ordinary Shares**

Of

The International Engineering Public Company Limited



Subscription Period

Monday 8 October 2018 – Friday 12 October 2018



PO No. 076 / 2018

17 September 2018

Re: Notification of the right offering to subscribe the newly issued ordinary shares allocation of The International Engineering Public Company Limited

To : Shareholders of The International Engineering Public Company Limited

Enclosures : 1. Information memorandum on capital increase of The International Engineering Public Company Limited
2. Bill Payment Form
3. Map for subscription location
4. Additional document for securities subscription, only for subscriber who is depositing shares to Thailand Securities Depository Co., Ltd.'s account (Account number 600)
5. **Subscription form of the new ordinary shares (Back cover)**
6. Subscription certification (The 1 sheet document with barcode attached within this envelop)

The Extraordinary General Meeting 1/2017 of The International Engineering Public Company Limited (hereinafter called "Company") which was held on 20th October, 2017 whereby it resolved to appoint the additional directors to the board, decrease the registered capital and increase the registered capital and has approved the issuing and offering of the company's newly issued ordinary shares at the amount of 203,591,502,350 shares in total. These newly issued shares will be allocated and offered to the current shareholders at the proportion of one existing ordinary shares to one newly issued shares, at the price of THB 0.0125 per share (Zero point zero one two five Thai Baht per shares).

Later however, on 21st May 2018, the public company registrar of the Department of Business Development, Ministry of Commerce, denied the registrations that were willed by the resolutions of EGM No.1/2017 dated 20 October 2017. The Company later disputed the registrar's order and therefore exercised its right and appealed against the order to the Minister of commerce as per Section 187, paragraph four of the Limited Public Company Act B.E.2535 (1992). On 3 August 2018, the Minister of Commerce, as the ultimate authority, reached the final decision as per paragraph four of the Limited Public Company Act B.E.2535 (1992) that by the resolution of EGM No.1/2017, the registrar's order to deny the registrations of new directors, capital decrease - increase and registration of paid-up capital shall be rescinded. It was also ruled that should the Company successfully allotted and offered new capital increase shares to the existing shareholders and submitted necessary documents for registration, the registrar shall proceed with the registration on the next occasion.

The meeting approved to allot and offer newly issued ordinary shares to existing shareholders whose name appeared in the company's book of shareholder's registration as of the considered record date for determining a list of shareholders who are entitled to the allotment and offer for sale of new ordinary shares, which has been scheduled on 1st November 2017.

Subsequently, the meeting of the board of directors dated 12th September 2018 resolved to approve the offering and subscription period to be from Monday 8th October 2018 to Friday 12th October 2018 (Working days only: 5 days in total), from 9.00 to 15.30 hrs.

Shareholders may subscribe for the new ordinary shares in excess of their respective proportions (Oversubscription), provided that the existing shareholders who subscribe for shares in excess of their respective proportions will be allotted of the new ordinary shares for which they over-subscribe only if there are shares remaining after the full allotment to the existing



shareholders who subscribe for the new ordinary shares in accordance with their respective proportions. The company will allocate the amount of new ordinary shares calculating by the shareholding proportion until there is no remaining newly issued shares.

The company has specified condition and detail for this offering as explained in information memorandum on capital increase and share allocation attached with this document.

Therefore, the company would like to inform you your right offering for the subscription of newly issued ordinary shares as well as details of subscription conditions and payment as following:

Subscription condition

Subscription payment must be made through Siam Commercial Bank's Bill Payment Service only

(Payment done with cash, cheque, cashier's cheque or draft not through bill payment form will not be accepted)

(Subscription through Post, Fax, E-mail or any communication devices or through the company's branches or subscription agents is not permitted)

Subscription period and payment period for the new ordinary shares

1. Subscription period and location

From Monday 8th October 2018 until Friday 12th October 2018 (only 5 days of business day) from 9:00 am to 15:30 pm at the operating location of subscription agent, AIRA Securities Public Company Limited at following location:

AIRA Securities Public Company Limited (Headquarters)
Operation Services Department
319 Chamchuri Square Building, 17th Floor, Phayathai Road,
Pathumwan, Bangkok 10330
Telephone : 02 684 8754
Fax: 02 160 5394
Contact person : Khun Sirorat Charoenplian

2. Payment period

Payment through bill payment service

1. Payment by bank transfer must be done between 8 October 2018 to 12 October 2018 only
2. Payment by check, cashier's check or draft must be dated between 8 October 2018 to 10 October 2018 only (See 4.3 for details)

3. Subscription Right

Shareholders may use their right to subscribe the newly issued ordinary shares in 3 cases as following:

- 3.1 Subscribe to the newly issued ordinary shares at the amount of allocated rights
- 3.2 Subscribe to the newly issued ordinary shares at the lower amount than the allocated rights by specify the exact amount
- 3.3 Subscribe to the newly issued ordinary shares at the higher amount than the allocated rights by specify the exact amount (oversubscription)



4. Subscription Document, Procedure and Payment

Shareholders who wish to proceed the subscription may present their subscription documents and evidence of payment at the operating location of **AIRA Securities Public Company Limited** as indicated in section 1. The detail of documents and evidence of payment are as following:

4.1 Subscription form | Shareholders who wish to proceed the subscription (hereinafter called “subscriber”) must complete the form by providing an accurate, complete and elaborate information of subscriber’s name, shareholder registration number, address and other required information, including contact number

Please note that, one subscriber may submit only one subscription form for one subscription certification. (i.e. one shareholder registration number is allowing to submit only one subscription form)

4.2 Certification of subscription

(The one sheet document with barcode, provided by the Thailand Securities Depository Co., Ltd., which attached **with this notification document in the same envelop**)

4.3 Payment and the evidence of payment

Payment via Bill Payment Service

- **Subscriber may subscribe from Monday 8th October 2018 until Friday 12th October 2018 (total 5 business day) during 9:00 am to 15:30 pm**

In case of the payment via Bill Payment, the subscriber shall proceed as follows:

- **Payment must be done only once per one subscription form.** This applies to subscription for full entitlement, lower than the entitlement and more than the entitlement (if any).
- Attach the evidence of Bill payment pay-in slip or a copy of the document that paid for the subscription to the account of **“Subscription Account for AIRA Securities Public Company Limited”, Siam Commercial Bank Public Company Limited.”** (Please provide information in the pay-in slip completely, precisely, and elaborately for the tidiness and accuracy in verification process.)
- For Bill Payment, shareholders shall indicate their shareholders’ registration number (from the subscription certification), ID card or passport, name, family name, contact number written at the front of the evidence of transfer for the orderliness and accuracy of the verification process.
- The subscriber shall responsible for other expense and banking fees (if any) that may have occurred and exceeded from subscription amount (Except for the payment via bill payment form where fee is exempted)

Payment for subscription of ordinary shares can be done via 2 methods:

1. Payment via transfer (Subscription payment paid by cash not through Bill Payment Form will not be accepted)
Transfer to **“Subscription Account for AIRA Securities Public Company Limited”** Siam Commercial bank between 8 October 2018 to 12 October 2018 only. Existing shareholders must pay via Bill Payment Form (Enclosure 2) at Siam Commercial Bank’s service counter.



2. Payment via cheque, cashier's cheque or draft (dated between 8 October 2018 to 10 October 2018) through Bill Payment Form.

Such cheque, cashier cheque or draft must be able to be cleared within 1 working day of the date in the cheque and with A/C Payee Only crossed. Payable to **“Subscription Account for AIRA Securities Public Company Limited”**, Siam Commercial Bank Public Company Limited. Existing shareholders must deposit payment via Bill Payment Form (Enclosure 2) through Siam Commercial Bank’s service counter only.

4.4 Copy of identification card/ Company affidavit

- Copy of unexpired identification card (In case the subscriber is an individual person)/ Copy of company affidavit (not longer than 6 months) (in case the subscriber is a juristic person) with the copy of unexpired identification card of the authorized person of the company. These documents should be certified true copy and stamped with the company stamp (if any).
- In case of change in the name or family name which resulted in the mismatch of information with the subscriber's name in the certification of subscription, the subscriber shall attach the copy of official document issued by government agency revealing the change in such name and family name, such as change of name/surname certificate, marriage certificate, etc. and such document shall be certified true copy, too.
- The subscriber shall provide signature on documents indicated in section 4.4

4.5 Additional document for securities subscription, (Only for securities account, member account number 600)

- **Applicable for** the subscriber who wish to deposit into the Thailand Securities Depository Co., Ltd.'s account (**Member account number 600**) only
- Subscriber shall provide his/her information in “Additional document, for deposit into an issuer account only” the attachment no.4 (for individual person/ juristic person) in order to submit the document to the Thailand Securities Depository.
- Certification of entity status and consent of information disclosure to comply with FATCA is only for juristic person

4.6 Copied of a cover of savings passbook

- The Company and/or subscription agent shall refund the subscriber of payment for the unallotted amount of share or the missing unallotted shares from subscription over the entitlement through automatic transfer service (ATS) back to the subscriber's savings account. Subscriber must attach a copy of a cover of savings or current passbook. The banks are limited to Bangkok Bank PLC, Kasikorn Bank PLC, Krung Thai Bank PLC, Bank of Ayudhya PLC, Siam Commercial Bank PLC, UOB PLC, CIMB PLC, TMB Bank PLC and Thanachart Bank PLC only. The name of the savings account must be identical to name of the subscriber and certification signature must be provided.



5. Evidence of subscription

The company will deliver the evidence of subscription (2nd part of the subscription form) back to the shareholders or the broker, case by case.

In case of oversubscription, if the amount of oversubscription purposed by subscribers is greater than the remaining shares, the subscription result will be completed and confirmed only when the procedure in section 6 has completed.

6. Allocation of newly issued shares

6.1 In case of subscription at the allocated amount, or lower than allocated amount

Subscribers who disclose their intention to subscriber to the newly issued share at the allocated or lower than allocated amount, will be allocated at the requested amount.

6.2 In case of oversubscription

If there are remaining amount of shares resulted from the indicated proportion of subscription and/or remaining amount of shares from the subscription of above subscribers, those remaining shares will be offered to the existing shareholders who shows their intention to oversubscribe in order, as followings:

1. If the remaining amount of shares is enough to be allocated to all subscribers who shows their intention to oversubscribe, such shares shall be allocated to such individual subscribers at their purposed amount. **OR**
2. If the remaining amount of shares is lower than the purposed amount, such shares shall be allocated to subscribers who shows their intention to oversubscribe, prioritize by the proportion of the old shares possessed by such individual subscribers. The allocation of such shares shall be calculated by the proportion of the possessed shares one by one until the ends, as the company see as appropriate.

In case any fraction of shares remains, it would be discarded.

7. Return on subscription payment (if any)

In the case that the shareholders who have oversubscribed more than their rights receive the new ordinary shares less than the number intended to oversubscribe, or in case of any force majeure that prevent the subscription, the Company will proceed to return the subscription payment for the portion of shares that has not been allocated, without any interest and/or damages, through the crossed cheque, order to pay for subscriber and will be delivered by the registered post within 7 business days from the closing day of offering.

However, if the Company failed to return the subscription payment for the portion of shares that has not been allocated within 7 business days from the closing day of offering, the Company will responsible for such return and pay interest to the subscriber at the rate of 7.5% per year, which the interest fee will be calculated from the amount of subscription payment for the portion of shares that has not been allocated, counting from the day after 7 business days from the closing day of offering.

8. Subscription disclaimer

Shareholder who does not use their right to subscribe, or the shareholder who subscribes for the new ordinary shares is unable to pay for the subscription, or does not submit the evidence of subscription to the company within the specified period, or the shareholder does not comply with the subscription conditions and procedures as indicated in this letter, the company reserves the right to treat that such shareholder has given up his/her right to subscribe the new ordinary shares.

9. Other important information

9.1 The shareholder who has subscribed and paid for the subscription is not permitted to cancel and refund for his/her subscription.

9.2 In the case of shareholder receiving subscription certification in more than one shareholder registrations number, shareholder must prepare the equal amount of subscription documents for each registration, i.e. one subscription documents (in accordance with No.4.1- 4.6) for one shareholder registration number only. If shareholders combine the rights to subscribing shares of multiple registrations with only one shareholder registrations or state the information on only one subscription documents, such subscribers may not have allocated



- the full amount of purposed shares from the total rights of combined multiple shareholder registrations numbers. In addition, the company reserves the right to allocate shares to subscribers as the company see appropriate or to retain the shares for such subscribers.
- 9.3 In case which subscriber would like to depositing shares under issuer account no. 600, the company will deposit the allocated shares to Thailand Securities Depository Co., Ltd. (Securities depository center), which the securities depository center will record the balance at the same amount as the allocated shares under the subscriber's name. If the subscriber would like to sell the shares, the subscriber shall transfer the shares from the account by contacting securities companies. Transaction fees may be charged, depending on the securities depository center and/or securities company's regulations.
- 9.4 The name of the subscriber indicated in the subscription form and the name of the owner of the securities trading account shall be the same. If the account number of the securities belongs to other person, the shares will not be able to be transferred into the account
- 9.5 In case which the subscriber does not specify any of the securities receiving method in the subscription form, the company is reserves the right to deliver the shares by issuing the shares certificate on behalf of the subscriber and the company, and the delivery of such shares certificate to the subscriber will be done by Thailand Securities Depository Co., Ltd.
- 9.6 The subscriber should indicate the accurate code of securities company ("broker") (as stated at the back of subscription form) of shareholder's securities account as well as the accurate securities account number under such securities company which the newly issued shares will be delivered to. If the code of securities company or securities account number is incorrect, the shares will not be able to be transferred into the account, which the company will not responsible for any of the delay of tracking or loss of the shares.
- 9.7 If the amount of subscription indicated in the subscription form is not matched with the subscription payment, the company is reserves the right to allocate shares only at the paid amount.
- 9.8 In case that subscriber provide incomplete, unclear or not aligned information, the company reserves the right to use information provided in the subscription document as the company see appropriate. However, for this case, the company also reserves the right to treat that the shareholder disclaims his/her right offering and reserves the right not to allocate the newly issued ordinary shares to that shareholder.
- 9.9 In case of any problem, barrier or limitation of the operation has occurred, the company reserves the right to change the detail of subscription payment, condition and other information related to the subscription as the company see appropriate, in order to facilitate this subscription.

If you have any questions, please contact at

AIRA Securities Public Company Limited
Khun Sirorat Charoenplian, Opeartion Services Department, Tel. 02 684 8754

If you have any question regarding the information of the company,
Please contact The International Engineering Public Company Limited
Khun Somchai Wutthisat, Khun Supanut Poonsawasd, Khun Apinan Sivawat
Tel. 02 619 0199 ext. 133 -134,109

Please be informed accordingly

Sincerely yours

(Mr. Pongkawin Jungrungrangkit)
Chairman / Chief of Executive Officer

Part 1

Enclosure 1

Information on allocation of newly issued shares

1. Company name and location

Securities issuer is The International Engineering Public Company Limited ("The company"). Headquarter located at 408/37, 9th floor Phaholyothin Place building, Phaholyothin Road, Samsennai, Phayathai, Bangkok 10400
Tel. 02 619 0199, Fax. 02 619 0019 ; <http://www.iec.co.th>

2. Background of the allotment of newly issued ordinary shares, and the shareholders meeting number and date with the approval of the increase of capital

According to the company's Extraordinary General Meeting of shareholders no.1/2017 held on 20th October 2017 passed a resolution approving of the allotment and offering of newly issued ordinary shares at the amount of 203,591,502,350 shares at the price of THB 0.01 per share (one satang). These shares will be allocated and offered to the existing shareholders (Rights Offering) at the proportion of one existing ordinary share per one newly issued ordinary shares. The newly issued ordinary shares will be offered to the existing shareholders whose name listed in the company's book of shareholder's registration at the price of THB 0.0125 per shares (zero point zero one two five Thai Baht per share) as following detail

Record date for subscription right is scheduled on 1st November 2017

Compilation of the list of shareholders in accordance with section 225 of the Securities and Exchange Act B.E. 2535 by the book closing method which has been scheduled on 2nd November 2017.

Subsequently, the meeting of the board of directors dated 12th September 2018 resolved to schedule the period for subscription and payment of the newly-issued shares to be from Monday 8th October 2018 to Friday 12th October 2018 (Working days only: 5 working days in total) from 9.00 to 15.30 hrs.

In case which there is a remaining newly issued shares left from the allocation resulted from the disclaimer or subscribe at lower-than-allocated right of the existing shareholders, the company will allocate such shares to all existing shareholders who shows their intention to oversubscribe based on shareholding proportion round by round until the ends. If there're still remaining shares from above process, the company will proceed the decrease of registered capital at the un-allocated amount as a further step.

The meeting also purposed that the board of director and/or authorized personal appointed by the board should be responsible for the specification of rules, procedures and other conditions related to such allotment and offering of newly issued ordinary shares, such as subscription, signature on related document, as well as necessary operation that significant to such allotment and offering, which covering securities listing to the Stock Exchange of Thailand and other registrations to any related government agency.

Originally, the period for subscription and payment of newly-issued shares were scheduled to be between Thursday 23 November 2017 to Wednesday 29th November 2017 (5 working days in total) from 9.00 to 15.30 hrs. However, it was delayed due to the registrations dispute. The Company therefore needed to re-schedule the period for subscription as aforementioned whereby shares will be allotted and offered to existing every shareholder via right offering. The Company allows every shareholder to subscribe over their entitlement as per every condition set by the resolutions of EGM No.1/2017.

Remark: On 30th August 2018, the Company has successfully submitted Quarter 2, 2016 Financial Statements to the Stock Exchange of Thailand. Currently, the Company has Quarter 3 2016, Annual Statement 2016, Quarter 1 2017, Quarter 2 2017, Quarter 3 2017, Annual Statement 2017, Quarter 1 2018 and Quarter 2 2018 remaining to be submitted. IEC's securities therefore are still being suspended from trading with SP (Suspension) and NC (Non-Compliance) signs posted and IEC's securities are declared to be subject to possible delisting in accordance with in accordance with Clause 9 (3) and Clause 9 (5) of the Regulation of the Stock Exchange of Thailand Re: Delisting of Securities B.E. 2542 (1999) and the policy on possible delisting should listed companies fail to submit the financial statements or late submission.

Objectives for proceeds from capital increase

Source of capital increase is from capital increase shares allotment of 203,591,502,350 shares or 2,544 Million Baht which is in progress.

1. The International Engineering Public Company Limited

1.1. Plastic Pellet Recycling Business Unit

- Settle debts & financial obligations 20,000,000.00 Baht
- Improve machineries to upgrade production capacity 40,000,000.00 Baht
- Develop the business to foster growth

1.2. Information and Communication Technology Business Unit

- Project bidding reserve (bank guarantee) 20,000,000.00 Baht
- Develop the business to foster further growth

2. Gidec Co., Ltd.

Municipal Solid Waste (MSW) Power Plant Business Unit

- Settle debts & financial obligations 20,000,000.00 Baht
- Improve machineries to upgrade 2017 production capacity ** 23,500,000.00 Baht
- Improve machineries to upgrade 2018 production capacity ** 50,000,000.00 Baht

3. IEC Sakaeo 1 Co., Ltd.

Biomass Power Plant Business Unit

- Settle debts & financial obligations 15,000,000.00 Baht
- Improve machineries to upgrade 2017 production capacity ** 7,500,000.00 Baht
- Improve machineries to upgrade 2018 production capacity ** (Security of feedstock supply) 30,000,000.00 Baht

4. IEC Mae Tha Mae Taeng Co., Ltd.

Solar Power Plant Business Unit

- Improve machineries to upgrade 2017 production capacity ** 12,000,000.00 Baht

5. Nongree Power Plant Co., Ltd.*

Bio-Gas Power Plant Business Unit

- 2017 machineries improvement obligations 110,000,000.00 Baht
- Materials reserve 20,000,000.00 Baht

6. Projects for business development/growth

6.1. Suphanburi Biomass Power Plant Project*** 750,000,000.00 Baht

- Acquisition from its current owner has production capacity of 9 MW and has maximum distribution of power into public energy grid according to the power purchase agreement with PEA at 8 MW.

6.2. Waste-to-fuel Project 165,000,000.00 Baht

- 3 Production units with 10 tons of production capacity each in order to make use of leftover plastic wastes from plastic pellet

- 6.3. Waste-to-energy Power Plant Project/Biomass 740,000,000.00 Baht
- Participate in the government's Quick Win incinerator power plant policy
 - Aim to participate in government's Quick Win project by increasing waste-to-energy production capacity by 10-20 MW. from overall target of 140 MW.
- 6.4. Solar PV Rooftop Project 120,000,000.00 Baht
- Project development at 5 locations, 1MW each
- 7. Reservation for new Renewable Energy projects** 200,000,000.00 Baht
(Reservation for new Renewable Energy projects)

Total capital increase funds: 2,343,000,000.00 Baht

Summary of the source of capital and capital usage

| Source of capital | | Capital usage | |
|----------------------------------|-----------------------|-----------------|-----------------------|
| Transactions | Amount (Million Baht) | Transactions | Amount (Million Baht) |
| Capital increase | 2,544 | Capital usage | 2,343 |
| Financial institution borrowings | - | Working Capital | 201 |
| Total (Million Baht) | 2,544 | | 2,544 |

Remark * The meeting of the board of directors dated 26 February 2018 resolved to approve the selling of all 500,000 shares of holding in Nong Ri Power Plant Co.,Ltd. to a third party at 100 Baht each, which is 50,000,000 Baht in total as appeared in PO no.016/2018 dated 26 February 2018 Re: Disposal of investment in subsidiary and disposal of right of claim the Company owed to the subsidiary to a third party. Therefore, the objective of the capital increase for Nong Ri Power Plant will be used as the Company' working capital instead.

**Upgrade of equipment to improve production capacity which has been increasing each year to be in accordance with the present circumstance.

***Due to the changing situation regarding the biomass power plant at Suphan Buri province, the proceedings from the capital increase intended for the project shall be used for another power plant with similar investment size worth investing.

3. Details of the Allotment of newly Issued Ordinary Shares

Details of the allotment of newly issued ordinary shares can be summarised as follows:

| | | |
|---|---|---|
| Category of shares | : | Newly issued ordinary share |
| Current registered capital (as of 17 th September 2018) | : | THB 4,476,274.26 par value at THB 0.01 per share |
| Paid capital (as of 17 th September 2018) | : | THB 2,035,915,023.50, divided into ordinary shares 203,591,502,350 share, par value at THB 0.01 per share |
| Paid capital after capital increase | : | THB 4,071,830,047, par value at THB 0.01 per share (In case the newly issued ordinary shares are fully subscribed) |
| Allocation method | : | Allocate to existing shareholders whose name appeared on the book of shareholder's registration as of 1 st November 2017, as in specified proportion |
| Number of allocated share | : | 203,591,502,350 shares |
| Proportion | : | 1 existing ordinary shares per 1 newly issued ordinary share |
| Offering price per share | : | THB 0.0125 per share (zero point zero one two five per share) |

In case there is a remaining newly issued shares left from the allocation resulted from the disclaimer or subscribe at lower-than-allocated right of the existing shareholders, the company will allocate such shares to all existing shareholders who shows their intention to oversubscribe based on shareholding proportion round by round until the ends. If there're still remaining shares from above process, the company will proceed the decrease of registered capital at the un-allocated amount as a further step.

4. Record date

Shareholder who eligible for the subscription should have their name appeared on the book of shareholder's registration as of 1st November 2017

5. Schedule of subscription date and payment date

Payment through Siam Commercial bank 's Bill Payment System

During Monday 8th October 2018 until Friday 12th October 2018 (total 5 business day) from 9:00 am to 15:30 pm

6. Objectives of the capital increase and plans for utilizing proceeds received from the capital increase

To be offered to the existing shareholders by the proportion of shareholding. After offering, the company will receive the capital increase which will be used in the scope of capital increase objective as mentioned above.

7. Benefits which the Company will receive from the capital increase/share allotment

- 7.1 Increase capital flow for the company's business operation
- 7.2 Strengthen the company's capital structure and financial status, as well as supporting company's business expansion

8. Dividend policy and Dividend entitlement from the increased capital

In case of normal situations and the distribution of dividends do not significantly impact the company's operation; the company will distribute dividends at no

lower than 70% but no more than 90% of net profit after tax deduction. However, the company may distribute dividends less than the stated percentage, depends on the operating performance, financial status, liquidity status and the necessity to allocate budget in business management and expansion.

However, dividends shall not be distributed if the company remains indebted. In addition, the subscribers who subscribe to this newly issued ordinary shares has the right to receive dividends from company's operating performance equivalent to the previous issued and paid ordinary shares.

Part 2
Basic Information About the Company

1. Types of Businesses and Natures of Businesses

1.1 Overview of the Company's Business Operations

The International Engineering Public Company Limited, hereinafter referred to as the "Company", carries out the policy and the division of operations of the Company and its subsidiaries. The International Engineering Public Company Limited Group divides its businesses into 4 main groups, as follows:

(1) Energy Businesses

- 1.1 Solar Power Plant operates under an indirect subsidiary of the Company (IEC Mae Tha Mae Taeng Co., Ltd.)
- 1.2 Waste-to-Energy Power Plant operates under a subsidiary (Gidec Co., Ltd.) of IEC Green Energy Co., Ltd. (IECG)
- 1.3 Biomass Power Plant operates under IEC Sakaeo 1 Co., Ltd., a subsidiary of the Company

(2) Recycled Plastic Pellets from Waste Plastic Business

The business producing recycled plastic pellets from waste plastic operates under the control of IEC.

(3) Information and Communication Technology (ICT) Business

The ICT business operates under the Information Technology service provider, acting as System Integrator with partners in bidding for government projects

(4) Engineering Consulting Business

The company is considering cancellation of this business group.

1. Energy Businesses

1.1 Solar Power Plant under the operation of IEC Mae Tha Mae Taeng Co., Ltd., of which 100% of shares are held by IECG. At present, the Group has 2 solar power plant projects. The two projects have a combined generating capacity of 3.84 megawatts MW, and both have already started generating and distributing electricity. Both projects are also supported by the investment of the Thailand Board of Investment in the form of various tax exemptions in an 8-year period.

- The Mae Tha Project in Lamphun Province has a generating capacity of approximately 1.92 megawatts as per the Power Purchase Agreement (PPA) with the Provincial Electricity Authority (PEA), and has been distributing electrical power for PEA since September 2013 under the PPA with a feed-in premium or Adder of 6.5 THB per unit.
- The Mae Malai Project in Chiang Mai Province has a generating capacity of approximately 1.92 megawatts as per the Power Purchase Agreement (PPA) with the Provincial Electricity Authority (PEA), and has been distributing electrical power for PEA since June 2014 under the PPA with an Adder of 8 THB per unit.

1.2 Waste-to-Energy Power Plant under the operation of Gidec Co., Ltd. (GIDEC), of which the shares are held by IECG becoming 100% holding parent company of GIDEC. GIDEC has a 25-year Waste Management Agreement with the Municipality of Hat Yai for the disposal of no less than 250 tons of municipal waste per day, with a tipping fee of 290 THB per ton. This plant utilizes ash melting gasification technology and has a PPA with PEA with an Adder of 3.50 THB per unit. In addition, the waste-to-energy

power plant is also invested in by the Thailand Board of Investors with various tax exemptions for an 8-year period.

Construction is already completed on the waste-to-energy power plant, and has been distributing electrical power for commercial purposes for PEA since 11 December 2014. Currently, the aforementioned municipal waste is used as fuel for the power plant with a generating capacity of 4.5 megawatts, generating income for the company at approximately 18 million baht per month. In 2018, the plant is expected to install additional equipment in order to generate another 1 megawatt of power, resulting in a total generating capacity of 5.5 megawatts.

- 1.3 Biomass Power Plant is operating under the subsidiary, IEC Sakeao 1 Co., Ltd. (formerly known as Kaew Lamduan Power Supply Co., Ltd.), with a generating capacity of 9.9 megawatts. It uses materials such as woodchips, Eucalyptus bark, and materials left over from seasonal agriculture as feedstocks, which is sufficiently found in the area of Sakeao Province.

The biomass power plant has a non-firm type PPA with PEA for, under which IEC Sakeao 1 Co., Ltd. receives a feed-in premium (Adder) for Small Power Producers at 0.30 THB per kilowatt hour for a 7-year period, and has been operating for commercial purposes since 10 April 2013. As such, its income is as per the standard PPA, calculating from the distributed units of electricity. In the current PPA, IEC Sakeao 1 Co., Ltd., has been authorized to a Feed-in tariff (FIT) in the Adder system as of March 2016 with a contract period of 17 years.

2. Recycled Plastic Pellets from Plastic Waste Business

This project is operated by The International Engineering Public Company Limited. At present, there is a market demand for recycled plastic pellets, both domestically and internationally, especially China who are unable to import plastic waste, leading to a high demand in processed recycled plastic pellets, and a good opportunity for the Company to supply this demand with the mass production of recycled plastic pellets.

Because the Company was unable to increase capital in 2017, this had affected the quantity of raw materials in Quarter 4/2017 up until now. It is expected that after the capital increase effort is successful, the production capacity can be increased up to 500 – 1000 tons a month within Quarter 2, 2019.

3. Information and Communication Technology (ICT) Business

The Company operates as a System Integrator (SI), which covers all services concerning the installation of information and communication technology (ICT) systems, including the design and application of hardware systems, software systems, and network systems frameworks to meet the needs of the client. The essential strategy is the Company's team of project managers and systems engineers who are highly skilled and experienced in project management. Furthermore, the Company also has business partnerships, both domestic and international, with a wider variety of product types; all these partnerships have products of modern technology and provide good services recognized on an international scale. The Company has been entrusted by CAT Telecom Public Company Limited which runs many significant projects such as the Enterprise Payment Integration System project, the repair and maintenance project of the Integrated Billing and Customer Services System (IBACSS), and the repair and maintenance project of the Unified Database. The Company is in preparation to bid on important projects with CAT: The

International Interconnection Charge and Wholesale System project and project to increase the efficiency of the CRM system.

4. Engineering Consulting Business

The Group's various projects in engineering consulting have finished by the end of 2015. Currently, there are no additional new projects and is considering to cancel this business group.

Products and Services

The Group provides the following products and services:

- Electricity generation from solar energy
- Electricity generation from waste
- Production of recycled plastic pellets
- System integration services
- Engineering consulting services

2. Industry Status and Competition

The Alternative Energy Development Plan (AEDP) estimated the installation of renewable energy power plants nationwide including the renewable energy power producers who would directly distribute electrical power for the Electricity Authorities in order to deduct from the needs of the Electricity Authorities, to forecast the demand for electrical power in the Electricity Generating Authority of Thailand (EGAT) system and in the country. AEDP estimated the generating capacity of Very Small Power Producers (VSPP) as follows:

Types of renewable energy as indicated in the table

Unit: megawatts

| Year | Solar | Wind | Water | Waste | Biomass | Biogas | Energy Crops | Total |
|------|-------|-------|-------|-------|---------|--------|--------------|--------|
| 2016 | 3,390 | 66 | 70 | 100 | 337 | 1,842 | - | 5,805 |
| 2021 | 3,816 | 118 | 80 | 141 | 411 | 2,956 | 24 | 7,547 |
| 2026 | 4,237 | 224 | 115 | 264 | 491 | 3,687 | 259 | 9,279 |
| 2034 | 4,741 | 401 | 137 | 311 | 552 | 4,347 | 363 | 10,852 |
| 2036 | 5,262 | 1,069 | 168 | 321 | 600 | 5,050 | 630 | 13,100 |

Source: Thailand Power Development Plan (PDP) 2015 considered by the National Energy Policy Council (NEPC), approved on 14 May 2015, the Cabinet acknowledged on 30 June 2015

The Group is determined to develop renewable energy in the country in accordance with the Thailand Power Development Plan (PDP). At present, the Group has a collective generating capacity distributing for PEA at approximately 18 megawatts (3 megawatts in waiting to be opened for commercial purposes) generated from 3 main renewable energy power plant projects: the solar power plant, the biomass power plant, and the waste-to-energy power plant. With the experience and expertise in the operations of renewable energy businesses in a tangible way, the Group has the potential and the competitive advantage in the renewable energy business for the sustainable and foreseeable future. As such, it is expected that government authorities will expand the licensing for private companies to help generate electrical energy in Thailand as per the PDP. In addition, the increased turnover and financial strength in 2014 has earned the Group the trust in its potential to expand the business from investors, financial institutions, and government authorities issuing various permits.

Furthermore, the recent direction of the country's development and large investors' policies has had a positive effect on the status of the industry and ICT business in the country

with the opening of many telecommunications services, broadcasting businesses, and radio and television businesses. These projects all have a significant effect on investments in ICT, leading to a demand for solutions in network systems, control systems, operations support systems, and corporate customers' businesses. As such, the Company can benefit from the expansion of the Systems Integrator (SI) business, in which the Company already has the expertise and a large customer base. In addition, the delivery of the ICT systems works in the past year have been successful, earning the trust of both the client and business partners.

3. Important assets of the Company and Subsidiaries (as of 30 June 2016)

1) Assets used in the business operations of the Company

- Investment in subsidiaries and affiliates valued at 973.00 million THB
- Fixed assets valued at 481.50 million THB
- Intangible assets valued at 5.13 million THB
- Leasehold valued at 9.49 million THB

2) Assets used in the business operations of IEC Green Energy Co., Ltd.

- Fixed assets valued at 96.78 million THB

3) Assets used in the business operations of IEC Business Partners Co., Ltd.

- Fixed assets valued at 1.02 million THB

4) Assets used in the business operations of Gidec Co., Ltd.

- Fixed assets valued at 786.67 million THB
- Intangible assets valued at 80.13 million THB
- Right to use power distribution system waiting to be deducted
valued at 38.58 million THB

5) Assets used in the business operations of IEC Mae Tha Mae Taeng Co., Ltd.

- Fixed assets valued at 389.63 million THB
- Intangible assets valued at 2.33 million THB
- Right to use power distribution system waiting to be deducted
valued at 5.52 million THB

6) Assets used in the business operations of IEC Mae Ramat Co., Ltd.

- Fixed assets valued at 335.27 million THB
- Right to use power distribution system waiting to be deducted
valued at 4.08 million THB

7) Assets used in the business operations of E-Contech Management Pte., Ltd.

- Fixed assets valued at 0.78 million THB

8) Assets used in the business operations of IEC Sakaeo 1 Co., Ltd.

- Fixed assets valued at 785.56 million THB
- Intangible assets valued at 0.45 million THB

2. History of Capital Increases and Shareholders' Equity Structure

2.1 History of capital increases in the past 3 years

| Date of item | Details | Registered Capital (THB) | Paid-up Capital (THB) |
|-----------------|--|--------------------------|-----------------------|
| 8 January 2014 | The Company increased paid-up capital from 12,002,008,000 THB to 12,031,197,000 THB from used warrants as per the Company's Common Stock Warrant IEC-W1 round no. 18 on 2 January 2014 with a total of 291,890,000 units valued at 29,189,000 THB | 16,206,440,000 | 12,031,197,000 |
| 4 April 2014 | The Company increased paid-up capital from 12,031,197,000 THB to 12,361,843,869.20 THB from used warrants as per the Company's Common Stock Warrant IEC-W1 round no. 18 (final round) on 31 March 2014 with a total of 3,306,468,692 units valued at 330,646,869.20 THB | 16,206,440,000 | 12,361,843,869.20 |
| 28 May 2014 | The Company reduced registered capital from 16,206,440,000 THB to 12,361,843,869.20 THB by cancelling 38,445,961,308 unsubscribed shares as per the resolution of the Annual General Meeting of Shareholders 2014 (Rescheduled) on 23 May 2014 | 12,361,843,869.20 | 12,361,843,869.20 |
| 7 August 2014 | The Company reduced registered capital (decreased paid-up capital) from 12,361,843,869.20 THB to registered capital (paid-up capital) of only 1,236,184,386.92 THB by a decrease in par value from 0.10 THB (ten satang) per share to a new par value of 0.01 THB (one satang) in accordance with the resolution of the Annual General Meeting of Shareholders 2014 (Rescheduled) on 23 May 2014 | 1,236,184,386.92 | 1,236,184,386.92 |
| 8 August 2014 | The Company increased registered capital from 1,236,184,386.92 THB to 2,048,245,850 THB in compliance with the resolution of the Annual General Meeting of Shareholders 2014 (Rescheduled) on 23 May 2014 | 2,048,245,850 | 1,236,184,386.92 |
| 21 October 2014 | The Company increased paid-up capital from 1,236,184,386.92 THB to 1,648,245,850 THB from offering capital increase shares to existing shareholders as per the resolution of the Annual General Meeting of Shareholders 2014 (Rescheduled) on 23 May 2014 | 2,048,245,850 | 1,648,245,850 |

| Date of item | Details | Registered Capital (THB) | Paid-up Capital (THB) |
|------------------|--|--------------------------|-----------------------|
| 21 January 2015 | The Company increased paid-up capital from 1,648,245,850 THB to 1,807,959,300 THB by offering capital increase shares to 3 specific shareholders for 15,971,345,000 shares valued at 159,713,450 THB according to the resolution of the Annual General Meeting of Shareholders 2014 (Rescheduled) on 23 May 2014 | 2,048,245,850 | 1,807,959,300 |
| 15 February 2016 | The Company increased paid-up capital from 1,807,959,300 THB to 2,033,954,212.50 THB from offering capital increase shares to existing shareholders as per the resolution of the Annual General Meeting of Shareholders no. 1/2015 on 14 December 2015 | 2,048,245,850 | 2,033,954,212.50 |
| 28 April 2016 | The Company reduced registered capital from 2,048,245,850 THB to 2,033,954,212.50 THB by cancelling 1,429,163,750 unsubscribed shares as per the resolution of the Annual General Meeting of Shareholders 2016 on 25 April 2016 | 2,033,954,212.50 | 2,033,954,212.50 |
| 29 April 2016 | The Company increased registered capital from 2,033,954,212.50 THB to 2,440,745,055 THB to support IEC-W2 warrants in accordance with the resolution of the Annual General Meeting of Shareholders 2016 on 25 April 2016 | 2,440,745,055 | 2,033,954,212.50 |
| 7 July 2016 | The Company increased paid-up capital from 2,033,954,212.50 THB to 2,034,147,167.91 THB from the subscription of ordinary shares by exercising IEC-W2 warrants round no. 1 on 30 June 2016 for a total of 19,295,541 units valued at 192,955.41 THB | 2,440,745,055 | 2,034,147,167.91 |
| 5 October 2016 | The Company increased paid-up capital from 2,034,147,167.91 THB to 2,034,465,987.67 THB from the subscription of ordinary shares by exercising IEC-W2 warrants round no. 2 on 30 September 2016 for a total of 31,881,976 shares valued at 318,819.76 THB | 2,440,745,055 | 2,034,465,987.67 |

| Date of item | Details | Registered Capital (THB) | Paid-up Capital (THB) |
|-----------------|---|--------------------------|-----------------------|
| 11 January 2017 | The Company increased paid-up capital from 2,034,465,987.67 THB to 2,034,512,396.51 THB from the subscription of ordinary shares by exercising IEC-W2 warrants round no. 3 on 30 December 2016 for a total of 4,640,884 shares valued at 46,408.84 THB | 2,440,745,055 | 2,034,512,396.51 |
| 10 April 2017 | The Company increased paid-up capital from 2,034,512,396.51 THB to 2,035,915,023.50 THB from the subscription of ordinary shares by exercising IEC-W2 warrants round no. 4 on 31 March 2017 for a total of 140,262,699 shares valued at 1,402,626.99 THB | 2,440,745,055 | 2,035,915,023.50 |
| 6 August 2018 | The Company reduced registered capital from 2,440,745,055 THB to 2,440,661,250.76 THB by cancelling 8,380,424 unsubscribed shares as per the resolution of the Extraordinary Meeting of Shareholders 2017 No.1/2017 on 20 October 2017. | 2,440,661,250.76 | 2,035,915,023.50 |
| 7 August 2018 | The Company increased registered capital from 2,440,661,250.76 THB to 4,476,576,274.26 THB by issuing 203,591,502,350 new ordinary shares at the par value of 0.01 THB each as per the resolution of the Extraordinary Meeting of Shareholders 2017 No.1/2017 on 20 October 2017. | 4,476,576,274.26 | 2,035,915,023.50 |

Summary of offering increased capital shares and results of offering increased capital shares in the past 3 years

| Date of sale of increased capital shares / Date of registration of increased capital | Offering and allotment of increased capital shares | Allotted shares/convertible bonds (shares) | Results of offering (shares) | Offering price or convertible bond price (THB/share) |
|---|---|---|---|---|
| 8 January 2014 | Subscription of ordinary increased capital shares by exercising IEC-W1 warrant round no. 18 for 291,890,000 shares Total number of ordinary shares from convertible bonds | 291,890,000 <u>291,890,000</u> | 291,890,000 <u>291,890,000</u> | 0.027 |
| 4 April 2014 | Subscription of ordinary increased capital shares by exercising IEC-W1 warrant round no. 19 (final round) for 3,306,468,692 shares Total number of ordinary shares from convertible bonds | 3,306,468,692 <u>3,306,468,692</u> | 3,306,468,692 <u>3,306,468,692</u> | 0.027 |
| 7 August 2014 | Registration of par value change by reduced par value from 0.10 THB (10 satang) per share to 0.01 THB (one satang) per share according to the resolution of the Annual General Meeting of Shareholders 2014 (Rescheduled) on 23 May 2014 | | | |
| 21 October 2014 | Subscription of ordinary increased capital shares as per the resolution of the Annual General Meeting of Shareholders 2014 (Rescheduled) on 23 May 2014 to a total of 10,059 existing shareholders Total number of shares offered and subscribed | 41,206,146,308 <u>41,206,146,308</u> | 41,206,146,308 <u>41,206,146,308</u> | 0.025 |
| 21 January 2015 | Subscription of ordinary increased capital shares as per the resolution of the Annual General Meeting of Shareholders 2014 (Rescheduled) on 23 May 2014 to 3 specific | 40,000,000,000 | 15,971,345,000 | 0.036 |

| Date of sale of increased capital shares / Date of registration of increased capital | Offering and allotment of increased capital shares | Allotted shares/convertible bonds (shares) | Results of offering (shares) | Offering price or convertible bond price (THB/share) |
|--|---|---|---|--|
| | shareholders Total number of shares offered and subscribed | <u>40,000,000,000</u> | <u>15,971,345,000</u> | |
| 15 February 2016 | Subscription of ordinary increased capital shares as per the resolution of the General Meeting of Shareholders No. 1/2017 on 14 December 2015 to 9,906 existing shareholders Total number of shares offered and subscribed | 22,599,491,250 <u>22,599,491,250</u> | 22,599,491,250 <u>22,599,491,250</u> | 0.022 |
| 7 July 2016 | Subscription of ordinary increased capital shares by exercising IEC-W2 warrant round no. 1 (40,670,703,826) Total number of ordinary shares from convertible bonds | 19,295,541 <u>19,295,541</u> | 19,295,541 <u>19,295,541</u> | 0.025 |
| 5 October 2016 | Subscription of ordinary increased capital shares by exercising IEC-W2 warrant round no. 2 (40,651,408,285) Total number of ordinary shares from convertible bonds | 31,881,976 <u>31,881,976</u> | 31,881,976 <u>31,881,976</u> | 0.025 |
| 11 January 2017 | Subscription of ordinary increased capital shares by exercising IEC-W2 warrant round no. 3 (40,619,526,309) Total number of ordinary shares from convertible bonds | 4,640,884 <u>4,640,884</u> | 4,640,884 <u>4,640,884</u> | 0.025 |
| 10 April 2017 | Subscription of ordinary increased capital shares by exercising IEC-W2 warrant round no. 4 (40,614,885,425) Total number of ordinary shares from convertible bonds | 140,262,699 <u>140,262,699</u> | 140,262,699 <u>140,262,699</u> | 0.025 |

2.2 Structure of Shareholders Equity

As of 1 November 2017, which was the record date to determine those eligible for subscription of newly-issued shares and 2 November 2017 which was the date of closing of share register book, the Company has registered capital of 2,440,745,055 Baht and paid-up capital of 2,035,915,023.50 Baht, which is 203,591,502,350 of shares with the par value of 0.01 Baht each.

3. Board of Directors and Large Shareholders

3.1 Board of Directors as of 17 September 2018 are:

| No. | Name | Position |
|-----|--------------------------------|---------------------------------------|
| 1 | Mr. Pongkawin Jungrungruangkit | Chairman / Chief of Executive Officer |
| 2 | Mr. Santichai Teowsomboonkij | Vice Chairman |
| 3 | Mr. Metha Thamviharn | Chairman of the Audit Committee |
| 4 | Mr. Sakda Sinives | Audit Committee |
| 5 | Mr. Chatchawan Hasuwannakij | Audit Committee |
| 6 | Mr. Komol Jungrungruangkit | Director |
| 7 | Mr. Dumrong Putiphath | Director |
| 8 | Mr. Apichet Paiboonphan | Director |
| 9 | Mr. Pornthep Itsophonphan | Director |
| 10 | Lt. Gen. Wattana Petchmongkol | Director |
| 11 | Mr. Poorich Nanawaratorn | Director |

3.2 Management as of 17 September 2018 are:

| No. | Name | Position |
|-----|--------------------------------|--|
| 1 | Mr. Pongkawin Jungrungruangkit | Chief Executive Officer |
| 2 | Mr. Varin Maschai | Acting Senior Executive Vice President of Operations |
| 3 | Ms. Duangjai Nilapan | Acting Senior Executive Vice President of ICT |
| 4 | Mr. Somchai Wuttisart | Senior Vice President, Legal Division |
| 5 | Ms. Duangporn Kumwichit | Senior Vice President, Accounting Division |

3.3 Large Shareholders (holding shares equal to or more than 0.5 % of total shares)

Top 8 shareholders, number of shares, percentage of shares as of 1 November 2017 which was determined those eligible for the subscription of newly-issued shares and closing of share registry on 2 November 2017.

| No. | Name-Surname | Number of shares | Percentage of shares |
|-----|------------------------------|------------------|----------------------|
| 1 | Mr. Komol Jungrungruangkit | 8,664,613,362 | 4.256 |
| 2 | Mr. Tidchuan Nanavarathorn | 7,000,000,000 | 3.438 |
| 3 | Mr. Kornchanun Thanapong | 3,928,875,562 | 1.930 |
| 4 | Mr. Surat Itsoponpun | 3,402,480,904 | 1.671 |
| 5 | Thai NVDR Co., Ltd. | 2,520,842,787 | 1.238 |
| 6 | Mr. Vichit Chinawongworakul | 2,269,800,000 | 1.115 |
| 7 | Mr. Weerasak Boonworamete | 1,414,532,499 | 0.695 |
| 8 | Ms. Sakuntala Chogpingpithak | 1,062,914,184 | 0.522 |

4. Information on Group's companies, subsidiaries, and other companies
(as of 30 June 2016)

| Company | Type and Nature of Business | Paid-up capital (million THB) | Percentage of shareholding | Cost of capital (million THB) | Value of capital (million THB) |
|--|--|-------------------------------|----------------------------|-------------------------------|--------------------------------|
| <u>Direct Subsidiaries</u> IEC Green Energy Co., Ltd. (formerly known as IEC Mobile Co., Ltd.) | Providing consulting and development, distribution of products relating to environmental management technology and development of all types of energy including renewable energy (formerly: distribution of mobile phones and SIM cards) | 534 | 100 | 525.13 | 525.13 |
| IEC Business Partners Co., Ltd. | Investment in various businesses (not yet commenced operations for commercial purposes) | 561 | 100 | 561 | - |
| NFS (2010) Co., Ltd. | Distribution of mobile phones (Temporary suspension of business) | 16 | 100 | 16 | - |
| IEC Mae Ramat Co., Ltd. | Generate and distribute electrical power from solar energy | 105 | 100 | 214 | 214 |
| E-Contech Management Pte., Ltd. | Provides consultation and research in the field of engineering | 3 | 100 | 3 | 3 |
| IEC Sakaeo 1 Co., Ltd. | Generate and distribute electrical power from biomass fuel | 400 | 75 | 445 | 445 |
| <u>Indirect Subsidiaries</u> Gidec Co., Ltd. | Waste management business and distributing waste-to-energy electrical power | 400 | 50 | 300 | 300 |
| IEC Mae Tha Mae Taeng Co., Ltd. | Generate and distribute electrical power from solar energy | 150 | 100 | 176 | 176 |

5. History of Dividend Payments within the past 3 years

The Company has issued no dividend payments in the past 3 years.

Part 3
Financial Information of the Company

1. Overview and analysis of the Company's operating results (6-months period as of 30 June 2016)

The International Engineering Public Company Limited would like to report the operating results for the 6 months-period ending 30 June 2016 comparing year-on-year to the previous year's 6 months-period, which is revised and reclassified by the current auditor only in the portion of the previous year. The Company and its subsidiaries reported 430.50 million Baht of losses for the 6 months period of 2016 in comparison to the previous year's 28.89 million Baht of profit. The details are as follow:

1. The Company and its subsidiaries had revenue from sales and services and subsidy revenue from increased electricity purchasing price of 232.00 million Baht, comparing year-on-year to the previous year's 6-month period's 184.13 million Bah, an increase of 47.87 million Baht or 25.99%. This is due to in 2016, the Company and its subsidiaries had 48.84 million Baht increase in revenue from energy business while IT business had 15.23 million Baht decrease in revenue and increase in revenue from advisor fee of 14.29 million Baht.

2. The Company and its subsidiaries had an increase in sales, administrative and other expenses of 409.25 million Baht or 270.85% due to increase in employee-related expenses, project experiment expenses, rent and increased allowance for loss on impairment of assets

3. The Company and its subsidiaries' finance costs increased to 5.98 million Baht or 28.92% comparing-year-on-year to the previous 6-months period due to increase in subsidiaries with loans from bank.

As for the operating results of The International Engineering Public Company Limited for the 6 months-period ending 30 June 2016 comparing year-on-year to the previous 6-months period, the Company reported losses of 1,444.36 million Baht comparing to the previous year's 6-months's period's 32.36 million Baht of profit. An increase of 1,476.72 million Baht in losses. The details are as follow:

1. The Company's revenue from sales and services for the 6-months period of 2016 was 7.25 million Baht compared year-on-year to previous 6-months period's 22.73 million Baht, a decrease of 15.48 million Baht or 68.10%. This is due to decrease in revenue from the Company's IT business.

2. The Company's other revenue for 6-months period of 2016 comparing-year-on-year had an increase of 60.28 million Baht or 90.08% due to profit from sales of equipment for 7.44 million Baht, revenue from dividend of 27.16 million Baht and other revenues of 9.21 million Baht.

3. The Company's cost of sales and services for the 6-months period of 2016 was 8.82 million Baht comparing year-on-year to previous 6-months period's 13.87 million Baht, a decrease of 5.05 million Baht or 36.40% due to IT business.

4. The Company had sales and administrative expenses for the 6-months period of 2016 increased by 113.44 million Baht or 414.07% comparing year-on-year due to increase in employee-related expenses, project experiment expenses and rent.

5. The Company's other expenses for the 6-months period of 2016 comparing year-on-year, had an increase of 1,382.55 million Baht due allowance for loss on investment in subsidiaries, allowance for loss on impairment of assets and allowance for loss from loans and accrued interest income from subsidiaries.

2. Summary of financial status and performance (complete financial statement) in comparison with the past 3 years

(Shareholders may view the Company's detailed financial statements, performance, and financial status from form 56-1 on www.set.or.th and www.sec.or.th)

Note: Information on quarters 3, and financial statement of 2016, are being compiled.



Information Memorandum on Capital Increase and Share Allocation of The International Engineering Public Company Limited

The International Engineering Public Company Limited and Subsidiaries
STATEMENTS OF FINANCIAL POSITION

| | Consolidated financial statements | | | | | | Separate financial statements | | | | | |
|--|-----------------------------------|--|--------------------------------|--------------------------------|------------------------------|--|--------------------------------|--------------------------------|------------------------------|--|--------------------------------|--------------------------------|
| | 30 June 2016 Unaudited | 31 December 2015 (Revised) Audited | 31 December 2014 Audited | 31 December 2013 Audited | 30 June 2016 Unaudited | 31 December 2015 (Revised) Audited | 31 December 2014 Audited | 31 December 2013 Audited | 30 June 2016 Unaudited | 31 December 2015 (Revised) Audited | 31 December 2014 Audited | 31 December 2013 Audited |
| | <i>(Unit: Thousand Baht)</i> | | | | | | | | | | | |
| Current assets | | | | | | | | | | | | |
| Cash and cash equivalents | 269,479 | 103,447 | 479,087 | 377,904 | 156,849 | 80,698 | 295,746 | 379,405 | 15,972% | 2.26% | 12.91% | 15.72% |
| Trade and other accounts receivable | 97,016 | 68,659 | 311,950 | 162,355 | 23,390 | 18,313 | 112,060 | 166,414 | 6.43% | 0.51% | 5.66% | 5.96% |
| Inventories | 2,971 | 12,476 | 18,150 | 141,108 | - | - | 139,939 | 6,148 | 5.59% | 0.00% | 0.21% | 7.44% |
| Short-term loans to subsidiaries and accrued interest income | - | - | - | - | 20,650 | 1,406,683 | 696,780 | 1,273,904 | 0.79% | 39.39% | 43.36% | 37.04% |
| Short-term loans | - | - | - | - | - | - | - | - | 0.00% | 0.00% | 0.00% | 0.00% |
| Investment and assets available for sale | 50,000 | - | 907 | - | 50,000 | - | - | 907 | 1.90% | 0.00% | 0.03% | 0.00% |
| Other current assets | 211,494 | 241,479 | - | - | 91,379 | 64,730 | - | - | 3.48% | 1.81% | 0.00% | 0.00% |
| Assets held for sales and discontinued operations | 456,012 | 483,225 | - | - | 214,000 | 214,000 | - | - | 8.15% | 5.99% | 0.00% | 0.00% |
| Total current assets | 1,086,972 | 909,286 | 810,094 | 681,367 | 556,248 | 1,784,424 | 1,244,525 | 1,826,778 | 21.18% | 49.97% | 62.18% | 66.15% |
| Non-current assets | | | | | | | | | | | | |
| Restricted deposits with banks | 33,435 | 52,633 | 70,917 | 64,555 | 13,678 | 34,927 | 56,367 | 57,331 | 0.72% | 0.98% | 1.95% | 3.00% |
| Other investments | 1,429 | 1,233 | 400 | 1,074 | 1,429 | 1,233 | 1,074 | 400 | 0.03% | 0.03% | 0.01% | 0.06% |
| Advance payment for purchase of investment | - | 40,000 | - | - | - | 40,000 | - | - | 0.89% | 1.12% | 0.00% | 0.00% |
| Investments in subsidiaries | - | - | - | - | 972,997 | 874,052 | 523,417 | 1,004,762 | 0.00% | 24.48% | 34.20% | 27.82% |
| Long-term loans to subsidiaries | - | - | - | - | 69,850 | - | - | - | 2.66% | 0.00% | 0.00% | 0.00% |
| Investment properties | 223,552 | 207,615 | 7,220 | - | 159,756 | 143,702 | - | - | 6.08% | 4.02% | 0.00% | 0.00% |
| Property, plant and equipment - Net | 2,513,182 | 2,838,140 | 2,428,679 | 1,478,691 | 481,499 | 662,107 | 16,905 | 15,690 | 18.54% | 18.54% | 0.53% | 0.90% |
| Non-operating assets | 346,907 | - | - | - | 346,907 | - | - | - | 7.49% | 0.00% | 0.00% | 0.00% |
| Leasehold rights | 9,495 | 13,927 | 22,075 | 24,029 | 9,495 | 13,927 | 24,029 | 22,075 | 0.20% | 0.39% | 0.75% | 1.28% |
| Goodwill | 239,322 | 239,322 | 348,353 | 245,765 | - | - | - | - | 5.17% | 0.00% | 0.00% | 0.00% |
| Deferred cost of rights to use electricity transmission system | 43,349 | 44,273 | 50,444 | 7,600 | - | - | - | - | 0.94% | 0.00% | 0.00% | 0.00% |
| Other intangible assets | 83,147 | 87,403 | 89,267 | 9,209 | 5,133 | 7,915 | 8,251 | 8,597 | 1.79% | 0.22% | 0.29% | 0.44% |
| Deferred tax assets | 1,353 | 855 | - | - | - | - | - | - | 0.03% | 0.00% | 0.00% | 0.00% |
| Other non-current assets | 50,653 | 45,722 | 38,814 | 11,856 | 8,774 | 8,703 | 6,693 | 2,399 | 1.09% | 0.24% | 0.08% | 0.36% |
| Total non-current assets | 3,545,824 | 3,571,123 | 3,056,169 | 1,844,779 | 2,069,518 | 1,786,566 | 636,736 | 1,111,254 | 76.54% | 50.03% | 37.82% | 33.85% |
| Total assets | 4,632,796 | 4,480,409 | 3,866,263 | 2,524,146 | 2,625,766 | 3,570,990 | 1,881,261 | 2,938,032 | 100.00% | 100.00% | 100.00% | 100.00% |

Remark
: 2016 Quarter 2 Statements and 2015 Annual Statements were prepared and revised by Grant Thornton Co., Ltd.
: 2013 - 2014 Statements were prepared by NSP Siam Audit Co., Ltd.

Information Memorandum on Capital Increase and Share Allocation of The International Engineering Public Company Limited

The International Engineering Public Company Limited and Subsidiaries
STATEMENTS OF FINANCIAL POSITION

| | Consolidated financial statements | | | | Separate financial statements | | | | |
|---|-----------------------------------|--|--------------------------------|--------------------------------|-------------------------------|--|--------------------------------|--------------------------------|---------------|
| | 30 June 2016 Unaudited | 31 December 2015 (Revised) Audited | 31 December 2014 Audited | 31 December 2013 Audited | 30 June 2016 Unaudited | 31 December 2015 (Revised) Audited | 31 December 2014 Audited | 31 December 2013 Audited | |
| <i>(Unit : Thousand Baht)</i> | | | | | | | | | |
| LIABILITIES AND SHAREHOLDERS' EQUITY | | | | | | | | | |
| Current liabilities | | | | | | | | | |
| Bank overdrafts and short-term loans from financial institutions | 30,323 | 39,693 | 22,158 | 10,385 | 106 | 10,164 | 514 | 2,586 | 0.14% |
| Trade and other accounts payable | 55,760 | 143,816 | 292,842 | 341,853 | 23,555 | 51,341 | 129,676 | 191,813 | 10.20% |
| Accrued expenses | 50,710 | 26,245 | - | - | 7,291 | 6,331 | - | - | 0.00% |
| Current portion of long-term loans from financial institutions and accrued interest | 85,022 | 98,400 | 49,200 | 117,280 | - | - | - | - | 0.00% |
| Current portion of liabilities under finance lease agreements | 906 | 869 | - | 867 | 906 | 869 | - | - | 0.00% |
| Short-term loans from others | 61,500 | 2,000 | 25,620 | 85,000 | 60,000 | - | - | - | 0.00% |
| Reserve for short-term liabilities | 26,339 | 32,190 | 35,742 | 35,742 | - | - | - | - | 0.00% |
| Deposit for acquisition of subsidiary | 50,000 | 50,000 | - | - | 50,000 | 50,000 | - | - | 0.00% |
| Other current liabilities | 19,081 | - | 535 | - | 10,368 | 35,125 | - | - | 0.00% |
| Liabilities held for discontinued operations | 259,976 | 2,342 | - | - | - | - | - | - | 0.00% |
| Total current liabilities | 639,617 | 395,555 | 426,097 | 591,127 | 152,226 | 153,830 | 130,190 | 194,399 | 10.33% |
| Non-current liabilities | | | | | | | | | |
| Long-term loans from financial institutions and accrued interest | 591,837 | 616,064 | 581,087 | 293,090 | - | - | - | - | 0.00% |
| Liabilities under finance lease agreements | 2,529 | 2,992 | - | - | 2,529 | 2,992 | - | - | 0.00% |
| Employee benefits obligation | 18,250 | 15,909 | 6,480 | 5,038 | 16,776 | 13,662 | 4,217 | 3,038 | 0.16% |
| Reserve for long-term liabilities | 77,941 | 77,941 | 8,326 | 38,206 | 77,941 | 77,941 | 77,941 | 107,822 | 5.73% |
| Deferred tax liabilities | - | - | 66 | - | - | - | - | - | 0.00% |
| Other non-current liabilities | 11,052 | 10,187 | 9,417 | 2,876 | 3,605 | 2,898 | 2,225 | 2,424 | 0.13% |
| Total non-current liabilities | 701,609 | 723,093 | 605,376 | 339,210 | 100,851 | 97,493 | 84,383 | 113,284 | 6.02% |
| Total liabilities | 1,341,226 | 1,118,648 | 1,031,473 | 930,337 | 253,077 | 251,323 | 214,573 | 307,683 | 16.36% |

Remark

: 2016 Quarter 2 Statements and 2015 Annual Statements were prepared and revised by Grant Thornton Co., Ltd.
: 2013 - 2014 Statements were prepared by NSP Siam Audit Co., Ltd.

Information Memorandum on Capital Increase and Share Allocation of
The International Engineering Public Company Limited



The International Engineering Public Company Limited and Subsidiaries
STATEMENTS OF FINANCIAL POSITION

| | Consolidated financial statements | | | | Separate financial statements | | | |
|---|-----------------------------------|--|--------------------------------|--------------------------------|-------------------------------|--|--------------------------------|--------------------------------|
| | 30 June 2016 Unaudited | 31 December 2015 (Revised) Audited | 31 December 2014 Audited | 31 December 2013 Audited | 30 June 2016 Unaudited | 31 December 2015 (Revised) Audited | 31 December 2014 Audited | 31 December 2013 Audited |
| LIABILITIES AND SHAREHOLDERS' EQUITY | | | | | | | | |
| <i>Shareholder's equity</i> | | | | | | | | |
| Share capital | | | | | | | | |
| Registered | 2,440,745 | 2,048,246 | 2,048,246 | 16,206,440 | 2,440,745 | 2,048,246 | 16,206,440 | |
| Issued and paid-up | 2,033,954 | 1,807,959 | 1,648,246 | 12,002,008 | 2,033,954 | 1,648,246 | 12,002,008 | 637.98% |
| Share premium | 1,304,541 | 1,033,347 | 618,092 | - | 1,304,541 | 618,092 | - | 0.00% |
| Share premium from reduction in par value of common share | 464,905 | 464,905 | 464,905 | - | 464,905 | 464,905 | - | 0.00% |
| Excess of par value | - | - | - | (7,587,690) | - | - | (7,587,690) | -403.33% |
| Retained earnings (deficit) | | | | | | | | |
| Appropriated | | | | | | | | |
| Legal reserve | 2,096 | 2,096 | 800 | 400 | 2,096 | 800 | 400 | 0.02% |
| Unappropriated | (546,262) | (115,766) | (62,771) | (2,916,164) | (1,433,711) | (9,366) | (2,841,689) | -151.05% |
| Other components of shareholders' equity | (46,022) | 708 | 782 | 549 | 904 | 782 | 549 | 0.03% |
| Equity attributable to the Company's shareholders | 3,213,212 | 3,193,249 | 2,640,054 | 1,499,103 | 2,372,689 | 2,723,459 | 1,573,578 | 83.64% |
| Non-controlling interests | 78,358 | 168,512 | 219,639 | 168,242 | - | - | - | 0.00% |
| Total shareholders' equity | 3,291,570 | 3,361,761 | 2,859,693 | 1,667,345 | 2,372,689 | 2,723,459 | 1,573,578 | 83.64% |
| TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY | 4,632,796 | 4,480,409 | 3,891,166 | 2,597,682 | 2,625,766 | 2,938,032 | 1,881,261 | 100.00% |

(Unit : Thousand Baht)

: 2016 Quarter 2 Statements and 2015 Annual Statements were prepared and revised by Grant Thornton Co., Ltd.
: 2013 - 2014 Statements were prepared by NSP Siam Audit Co., Ltd.

Remark

Information Memorandum on Capital Increase and Share Allocation of The International Engineering Public Company Limited



The International Engineering Public Company Limited and Subsidiaries
STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

| | Consolidated financial statements | | | | | Separate financial statements | | | | |
|--|-----------------------------------|--|--------------------------------|--------------------------------|------------------------------|--|--------------------------------|--------------------------------|----------------|--|
| | 30 June 2016 Unaudited | 31 December 2015 (Revised) Audited | 31 December 2014 Audited | 31 December 2013 Audited | 30 June 2016 Unaudited | 31 December 2015 (Revised) Audited | 31 December 2014 Audited | 31 December 2013 Audited | | |
| <i>(Unit : Thousand Baht)</i> | | | | | | | | | | |
| Continuing operations | | | | | | | | | | |
| Revenue | | | | | | | | | | |
| Revenue from sales of electricity and services | 191,357 | 157,750 | 459,687 | 443,541 | 7,251 | 22,730 | 239,182 | 54,587 | 8.11% | |
| Gain on debt restructuring | - | - | - | 316,368 | - | - | - | - | 0.00% | |
| Other revenues | 40,656 | 26,381 | 22,916 | 14,446 | 127,194 | 66,914 | 92,178 | 41,371 | 6.15% | |
| Reversal of provision for liabilities | - | 3,552 | 29,880 | - | - | - | 29,880 | 577,246 | 85.75% | |
| Reversal of allowance for impairment of assets | 13,268 | 20,000 | - | - | 13,268 | - | - | - | 0.00% | |
| Forfeited deposit for shares subscribed by third party | - | 43,252 | - | - | - | 43,252 | - | - | 0.00% | |
| Total revenue | 245,261 | 250,935 | 512,483 | 774,355 | 147,713 | 132,896 | 361,240 | 673,204 | 100.00% | |
| Expenses | | | | | | | | | | |
| Cost of sales or services | 151,446 | 108,997 | 290,621 | 395,661 | 8,817 | 13,873 | 206,035 | 32,634 | 4.85% | |
| Selling expenses | 5,501 | 4,639 | 2,486 | 6,920 | 2,834 | 3,205 | 1,562 | 2,324 | 0.35% | |
| Administrative expenses | 267,739 | 146,511 | 214,311 | 167,877 | 190,650 | 77,204 | 130,416 | 115,115 | 17.10% | |
| Other expenses | 287,160 | - | 5,210 | 99,804 | 1,388,801 | 6,250 | 853 | 419,694 | 62.34% | |
| Finance costs | 26,650 | 20,671 | 15,253 | 43,189 | 974 | 3 | 35 | 2,581 | 0.38% | |
| Total expenses | 738,496 | 280,818 | 527,881 | 713,451 | 1,592,076 | 100,535 | 338,901 | 573,348 | 85.02% | |
| Profit (loss) before tax | (493,235) | (29,883) | (15,398) | 60,904 | (1,444,363) | 32,361 | 22,339 | 100,856 | 14.98% | |
| Income tax benefit | 498 | 461 | 600 | - | - | - | - | - | 0.00% | |
| Profit (loss) from continuing operations | (492,737) | (29,422) | (15,998) | 60,904 | (1,444,363) | 32,361 | 22,339 | 100,856 | 14.98% | |
| Profit from discontinued operations | 25,166 | 33,628 | - | - | - | - | - | - | 0.00% | |
| Profit (loss) for the period | (467,571) | -190,644 | (15,998) | 60,904 | (1,444,363) | 32,361 | 22,339 | 100,856 | 14.98% | |

: 2016 Quarter 2 Statements and 2015 Annual Statements were prepared and revised by Grant Thornton Co., Ltd.
: 2013 - 2014 Statements were prepared by NSP Siam Audit Co., Ltd.

Remark

Information Memorandum on Capital Increase and Share Allocation of The International Engineering Public Company Limited



The International Engineering Public Company Limited and Subsidiaries

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (CONTINUED)

| | Consolidated financial statements | | | | Separate financial statements | | | | | |
|--|-----------------------------------|--|--------------------------------|--------------------------------|-------------------------------|--|--------------------------------|--------------------------------|-------------|----------|
| | 30 June 2016 Unaudited | 31 December 2015 (Revised) Audited | 31 December 2014 Audited | 31 December 2013 Audited | 30 June 2016 Unaudited | 31 December 2015 (Revised) Audited | 31 December 2014 Audited | 31 December 2013 Audited | | |
| | | | | | | | | | | |
| | - | 0.00% | (3,087) | -1.23% | - | 0.00% | (3,569) | -2.69% | - | 0.00% |
| | - | 0.00% | (3,087) | -1.23% | - | 0.00% | (3,569) | -2.69% | - | 0.00% |
| | 196 | 0.08% | (66) | -0.03% | 234 | 0.05% | 549 | 0.07% | 196 | 0.13% |
| | 196 | 0.08% | (3,153) | -1.26% | 234 | 0.05% | 549 | 0.07% | 196 | 0.13% |
| | 196 | 0.08% | (3,153) | -1.26% | 234 | 0.05% | 549 | 0.07% | 196 | 0.13% |
| | (467,375) | -190.56% | 1,053 | 0.42% | (15,764) | -3.08% | 61,453 | 7.94% | (1,444,167) | -977.68% |
| | (430,496) | | 28,885 | | 13,409 | | 88,309 | | (1,444,363) | |
| | (37,075) | | (24,679) | | (29,407) | | (27,405) | | - | |
| | (467,571) | | 4,206 | | (15,998) | | 60,904 | | (1,444,363) | |
| | (430,300) | | 25,732 | | 13,643 | | 88,858 | | (1,444,167) | |
| | (37,075) | | (24,679) | | (29,407) | | (27,405) | | - | |
| | (467,375) | | 1,053 | | (15,764) | | 61,453 | | (1,444,167) | |
| | (0,00217) | | 0,00016 | | 0,00010 | | 0,00110 | | (0,00730) | |

(Unit : Thousand Baht)

OTHER COMPREHENSIVE INCOME

Item that will not be reclassified
subsequently to profit or loss

Actuarial loss

Item that will be reclassified
subsequently to profit or loss

Gain (loss) on fair value of available for sale investments

Other comprehensive income (loss) for the period - net of tax

Other comprehensive income (loss) for the period

Total comprehensive income (loss) for the period

Profit (loss) for the period attributable to:

Equity holders of the Company

Non-controlling interests

Total comprehensive income (loss) for the period

Equity holders of the Company

Non-controlling interests

BASIC EARNINGS (LOSS) PER SHARE

Profit (loss) (Baht : Share)

Remark

: 2016 Quarter 2 Statements and 2015 Annual Statements were prepared and revised by Grant Thornton Co., Ltd.

: 2013 - 2014 Statements were prepared by NSP Siam Audit Co., Ltd.

Information Memorandum on Capital Increase and Share Allocation of
The International Engineering Public Company Limited



The International Engineering Public Company Limited and Subsidiaries

STATEMENTS OF CASH FLOWS

| | Consolidated financial statements | | | | Separate financial statements | | | |
|---|-----------------------------------|----------------------------------|--------------------------------|--------------------------------|--------------------------------|----------------------------------|--------------------------------|--------------------------------|
| | 30 June 2016 (Unaudited) | 31 December 2015 (Revised) | 31 December 2014 Audited | 31 December 2013 Audited | 30 June 2016 (Unaudited) | 31 December 2015 (Revised) | 31 December 2014 Audited | 31 December 2013 Audited |
| | (Thousand Baht) | | | | | | | |
| Cash flows from operating activities | | | | | | | | |
| Profit (loss) before tax | | | | | | | | |
| From continuing operations | (493,235) | (29,883) | (15,398) | 60,904 | (1,444,363) | 32,361 | 22,339 | 100,856 |
| From discontinued operations | 25,166 | 33,628 | - | - | - | - | - | - |
| Total | (468,069) | 3,745 | (15,398) | 60,904 | (1,444,363) | 32,361 | 22,339 | 100,856 |
| Adjustments to reconcile profit (loss) before income tax to net cash provided from (used in) operating activities: | | | | | | | | |
| Interest income | - | (4,777) | (4,826) | (2,430) | - | (59,208) | (76,107) | (31,790) |
| Interest expense | 28,802 | 20,671 | 15,253 | 43,190 | 974 | 3 | 35 | 2,581 |
| Depreciation and amortization | 66,056 | 60,092 | 50,430 | 13,041 | 5,456 | 3,934 | 7,618 | 6,394 |
| Provision for doubtful accounts from trade and other accounts receivable | 22,282 | - | - | 4,463 | 156 | - | - | 4,463 |
| Doubtful accounts from short-term loans and accrued interest income | - | 287 | - | 750 | 1,302,488 | 6,537 | 7,935 | 14,069 |
| Loss on impairment of property, plant and equipment | 280,249 | - | - | - | 78,347 | - | - | - |
| Loss on impairment of intangible assets | 6,910 | - | 4,801 | 61,927 | 6,910 | - | 823 | 64,164 |
| Loss on impairment of deposit for purchase of shares in a subsidiary | 40,000 | - | - | - | 40,000 | - | - | - |
| Loss on impairment of investment in subsidiaries | - | - | - | - | 1,055 | - | - | 351,670 |
| Loss on write-off property, plant and equipment | 9,400 | - | - | - | 3,746 | - | - | - |
| Reversal of allowance for devaluation of inventories | (270) | (37) | (96) | (6,191) | - | (10) | (32) | (3,744) |
| Reversal of allowance for impairment assets | (13,268) | (43,548) | - | - | (13,268) | - | - | - |
| Loss on write-off of investment properties | 23,100 | 23,548 | 3,410 | 1,880 | 23,100 | - | 63 | 254 |
| Employee benefit expenses | 2,173 | 2,341 | 1,663 | 1,536 | 1,773 | 2,259 | 1,179 | 775 |
| Gain on disposal of equipment | (2,610) | (769) | 29 | 2,135 | - | (769) | 30 | 961 |
| Gain on disposal of leasehold rights | (11,238) | (3,028) | - | - | (11,238) | (3,028) | - | - |
| Reversal of allowance for liabilities | - | (3,552) | - | - | - | - | - | (577,246) |
| Gain on forfeiting deposit for shares subscription | - | (43,252) | - | - | - | (43,252) | - | - |
| Dividend received | (18) | - | - | - | (45,163) | - | - | - |
| Reversal of allowance for doubtful account | - | - | (25) | - | - | - | - | - |
| Written off withholding tax deducted at source | - | - | 54 | 947 | - | - | - | - |
| Losses (profit) from investments | - | - | (5,474) | (1,120) | - | - | (4,550) | 2,900 |
| Provision for losses from liabilities (reversal) | - | - | (29,880) | 36,228 | - | - | (29,880) | 486 |
| Gain on debt restructuring | - | - | - | (316,368) | - | - | - | - |
| Income tax expense | - | - | 600 | - | - | - | - | - |
| Cash provided from (used in) operations before changes in operating assets and liabilities | (16,501) | 11,721 | 20,541 | (99,108) | (50,027) | (61,173) | (48,208) | 37,649 |
| Decrease (increase) in operating assets: | | | | | | | | |
| Trade and other accounts receivable | (44,758) | (22,746) | (65,497) | (17,932) | (4,055) | (1,789) | (234) | 53,986 |
| Inventories | 9,775 | (8,798) | 147,315 | (113,683) | - | (5,954) | 133,822 | (135,264) |
| Other current assets | 45,404 | - | (26,967) | 6,345 | (27,199) | - | 4,295 | 3,899 |
| Other non-current assets | (6,982) | (6,047) | - | - | (71) | (5,021) | - | - |
| Increase (decrease) in operating liabilities: | | | | | | | | |
| Trade and other accounts payable | (86,561) | (5,040) | (188,789) | 160,267 | (27,786) | 1,247 | (126,256) | 125,335 |
| Accrued expenses | 23,706 | - | - | - | 960 | - | - | - |
| Reserve for short-term liabilities | (5,851) | - | - | - | - | - | - | - |
| Other current liabilities | 19,314 | - | - | - | (24,758) | - | - | - |
| Other non-current liabilities | 1,310 | 3,518 | (318) | 29 | 707 | 3,738 | (200) | (423) |
| Cash provided from (used in) operating activities | (61,144) | (27,392) | (113,715) | (64,082) | (132,229) | (68,952) | (36,781) | 85,182 |
| Withholding tax refunded | - | 1,856 | - | 14,884 | - | 1,856 | - | 14,884 |
| Withholding tax paid | (946) | (1,342) | (5,504) | (5,364) | (450) | (898) | (5,448) | (4,559) |
| Net cash provided from (used in) operating activities | (62,090) | (26,878) | (119,219) | (54,562) | (132,679) | (67,994) | (42,229) | 95,507 |

Remark

: 2016 Quarter 2 Statements and 2015 Annual Statements were prepared and revised by Grant Thornton Co., Ltd.

: 2013 - 2014 Statements were prepared by NSP Siam Audit Co., Ltd.

Information Memorandum on Capital Increase and Share Allocation of
The International Engineering Public Company Limited



The International Engineering Public Company Limited and Subsidiaries

Statement of Cash Flow

| | Consolidated financial statements | | | | Separate financial statements | | | |
|---|-----------------------------------|------------------|------------------|------------------|-------------------------------|------------------|--------------------|--------------------|
| | 30 June | 31 December | 31 December | 31 December | 30 June | 31 December | 31 December | 31 December |
| | 2016 | 2015 | 2014 | 2013 | 2016 | 2015 | 2014 | 2013 |
| | (Unaudited) | (Revised) | Audited | Audited | (Unaudited) | (Revised) | Audited | Audited |
| <i>(Unit : Thousand Baht)</i> | | | | | | | | |
| Cash Flows from Investing Activities: | | | | | | | | |
| Increase in available- for-sale investment | (50,000) | - | - | - | (50,000) | - | - | - |
| Purchase of investment in subsidiary from non controlling interest | (100,000) | - | - | - | (100,000) | (82,235) | - | - |
| Interest received | - | 4,687 | 4,826 | 3,351 | - | 10,045 | 27,461 | 6,662 |
| Decrease (increase) in restricted deposits with banks | 19,198 | (2,609) | (6,362) | (29,506) | 21,249 | (366) | (964) | (33,749) |
| Purchase of investment property | (848) | - | - | - | - | - | - | - |
| Purchase of property, plant and equipment | (264,395) | (594,131) | (159,164) | (707,813) | (145,070) | (469,995) | (4,901) | (8,792) |
| Purchase of intangible assets | (5,182) | (296) | - | (72) | (4,584) | (296) | - | - |
| Purchase of non-operating assets | (132,491) | - | - | - | (132,491) | - | - | - |
| Proceed from disposal of equipment | 10,000 | 4,131 | 13 | 1,148 | - | 4,131 | 12 | 956 |
| Proceed from disposal of leasehold rights | 14,953 | 9,500 | - | - | 14,953 | 9,500 | - | - |
| Increase in short - term loans to subsidiaries | - | - | - | - | (162,280) | - | 55,100 | 44,093 |
| Proceed from short - term loans to subsidiaries | - | - | - | - | 245,845 | 35,000 | - | - |
| Paid for long-term loans to subsidiaries | - | - | - | - | (69,850) | (78,250) | (640,184) | (564,420) |
| Advance for purchase of investment | - | (40,000) | - | - | - | (40,000) | - | - |
| Deferred cost of rights to use electricity transmission system | - | - | (43,289) | (7,637) | - | - | - | - |
| Advance payment for assets | - | - | (25,726) | (9,536) | - | - | (823) | - |
| Purchase of investment in subsidiaries | - | - | (348,275) | (110,000) | - | - | (488,275) | (572,600) |
| Gains on sales of investments | - | - | 11,480 | 2,100 | - | - | 11,480 | 2,100 |
| Net cash used in investing activities | (508,765) | (618,718) | (566,497) | (857,965) | (382,228) | (612,466) | (1,041,094) | (1,125,750) |
| Cash Flows from Financing Activities | | | | | | | | |
| Interest paid | (28,618) | (27,086) | (13,369) | (5,102) | (810) | (3) | (35) | (2,581) |
| Increase (decrease) in bank overdrafts and short-term loans from financial institution | (9,366) | 8,870 | (18,114) | (382) | (10,058) | 253 | (2,072) | 7,360 |
| Proceed from short-term loans from others | 61,500 | - | 15,520 | 196,330 | 60,000 | - | - | 110,000 |
| Repayment of short-term loans from others | (2,000) | - | (85,000) | (111,330) | - | - | - | (110,000) |
| Proceed from long-term loans from others | 269,953 | - | - | - | - | - | - | - |
| Repayment of long-term loans from others | (51,358) | (25,620) | (300,656) | (10,887) | - | - | - | - |
| Repayment of liabilities under finance lease agreements | (426) | (10,197) | (1,117) | (833) | (426) | - | - | - |
| Dividend received | 18 | - | - | - | 45,163 | - | - | - |
| Cash received from share capital increment | 497,189 | 546,220 | 1,119,428 | 1,367,194 | 497,189 | 546,220 | 1,119,428 | 1,367,194 |
| Dividend payment of subsidiary company to non-controlling interests | (5) | - | - | - | - | - | - | - |
| Repayment of loans as per debt restructure agreement | - | - | - | (310,000) | - | - | - | - |
| Share subscription received in advance | - | - | 72,000 | - | - | - | 72,000 | - |
| Net cash provided from financing activities | 736,887 | 492,187 | 788,692 | 1,124,990 | 591,058 | 546,470 | 1,189,321 | 1,371,973 |
| Net increase (decrease) in cash and cash equivalents | 166,032 | (153,409) | 102,976 | 212,463 | 76,151 | (133,990) | 105,998 | 341,730 |
| Cash and cash equivalents at beginning of period | 103,447 | 479,087 | 377,904 | 169,523 | 80,698 | 379,405 | 295,746 | 69,592 |
| Cash and cash equivalents of subsidiaries transferred from (to) assets available for sale | - | - | - | 268 | - | - | - | - |
| Cash and cash equivalents of subsidiaries on disposal | - | - | (2,615) | (4,350) | - | - | - | - |
| Gain from acquisition of subsidiaries | - | - | 1,422 | - | - | - | - | - |
| Cash and cash equivalents at end of period | 269,479 | 325,678 | 479,687 | 377,904 | 156,849 | 245,415 | 401,744 | 411,322 |

Remark

: 2016 Quarter 2 Statements and 2015 Annual Statements were prepared and revised by Grant Thornton Co., Ltd.

: 2013 - 2014 Statements were prepared by NSP Siam Audit Co., Ltd.

The International Engineering Public Company Limited and Subsidiaries

Statement of Cash Flow

| | Consolidated financial statements | | | | Separate financial statements | | | |
|--|-----------------------------------|----------------------------------|--------------------------------|--------------------------------|--------------------------------|----------------------------------|--------------------------------|--------------------------------|
| | 30 June 2016 (Unaudited) | 31 December 2015 (Revised) | 31 December 2014 Audited | 31 December 2013 Audited | 30 June 2016 (Unaudited) | 31 December 2015 (Revised) | 31 December 2014 Audited | 31 December 2013 Audited |
| | <i>(Unit : Thousand Baht)</i> | | | | | | | |
| Supplemental disclosures for cash flows information | | | | | | | | |
| Non-cash transactions: | | | | | | | | |
| Transfer of advance payment to equipment | - | 24,903 | - | - | - | - | - | - |
| Transfer of advance payment from warrants converted to common share | - | 72,000 | 7,881 | - | - | 72,000 | 7,881 | - |
| Accounts payable for construction in progress | | 31,467 | 27,186 | - | | - | - | - |
| Accrued interest recorded as part of costs for construction in progress | - | - | - | 3,045 | - | - | - | - |
| Transfer of advance payment from assets converted to equipment | - | | 9,536 | - | - | - | - | - |
| Decrease par value to eliminate retained deficit and excess of par value | - | - | 11,125,659 | - | - | - | 11,125,659 | - |
| Accounts payable for rights to use technology | - | - | 16,000 | - | - | - | - | - |

Remark

: 2016 Quarter 2 Statements and 2015 Annual Statements were prepared and revised by Grant Thornton Co., Ltd.

: 2013 - 2014 Statements were prepared by NSP Siam Audit Co., Ltd.

ใบนำฝากชำระเงินค่าสินค้าหรือบริการ (Bill Payment)

สำหรับลูกค้า / Client's copy



บริษัทหลักทรัพย์ ไรรา จำกัด (มหาชน)

319 อาคารจัตุรัสจามจุรี ชั้น 17 และ 20 ถนนพญาไท

แขวงปทุมวัน เขตปทุมวัน กทม. 10330

โทร. 02-684-8754 , 02-684-8756 Fax. 02-160-5394

เลขประจำตัวผู้เสียภาษี : 0107550000211

เพื่อเข้าบัญชี บริษัทหลักทรัพย์ ไรรา จำกัด (มหาชน) เพื่อการจองซื้อหุ้น

สาขา/Branch..... วันที่ / Date :

ชื่อลูกค้า (Name) :

Ref.1 : เลขทะเบียนผู้ถือหุ้น

(Registration No.)

Ref.2 : เลขที่บัตรประชาชน / หนังสือเดินทาง

(ID Card / Passport No.)



บมจ. ธนาคารไทยพาณิชย์ / Siam Commercial Bank Public Company Limited เลขที่บัญชี 049-3-14530-4 (ธุรกิจ)

| รายการ | เลขที่เช็ค/Cheque No. | เช็คลงวันที่/Date | ชื่อธนาคาร/Bank | สาขา/Branch | จำนวนเงิน/Amount |
|---|-----------------------|-------------------|-----------------|-------------|------------------|
| <input type="radio"/> เงินสด/Cash <input type="radio"/> เช็ค/Cheque | | | | | |
| จำนวนเงินที่เป็นตัวอักษร/ Amount in Words | | | | | |

ชื่อผู้ฝาก/Deposit By โทรศัพท์/Telephone.....

หมายเหตุ 1. Ref.1 : เลขทะเบียนผู้ถือหุ้น (Registration No.)

2. Ref.2 : เลขที่บัตรประชาชน / หนังสือเดินทาง (ID Card / Passport No.)

สำหรับเจ้าหน้าที่ธนาคาร

ผู้รับเงิน.....

โปรดนำใบนำฝากนี้ไปชำระเงินได้ที่ธนาคารไทยพาณิชย์ ทุกสาขาทั่วประเทศ

กรุณาตัดตามรอยปรุ

ใบนำฝากชำระเงินค่าสินค้าหรือบริการ (Bill Payment)

สำหรับธนาคาร / Bank's copy



บริษัทหลักทรัพย์ ไรรา จำกัด (มหาชน)

319 อาคารจัตุรัสจามจุรี ชั้น 17 และ 20 ถนนพญาไท

แขวงปทุมวัน เขตปทุมวัน กทม. 10330

โทร. 02-684-8754 , 02-684-8756 Fax. 02-160-5394

เลขประจำตัวผู้เสียภาษี : 0107550000211

เพื่อเข้าบัญชี บริษัทหลักทรัพย์ ไรรา จำกัด (มหาชน) เพื่อการจองซื้อหุ้น

สาขา/Branch..... วันที่ / Date :

ชื่อลูกค้า (Name) :

Ref.1 : เลขทะเบียนผู้ถือหุ้น

(Registration No.)

Ref.2 : เลขที่บัตรประชาชน / หนังสือเดินทาง

(ID Card / Passport No.)



บมจ. ธนาคารไทยพาณิชย์ / Siam Commercial Bank Public Company Limited เลขที่บัญชี 049-3-14530-4 (ธุรกิจ)

| รายการ | เลขที่เช็ค/Cheque No. | เช็คลงวันที่/Date | ชื่อธนาคาร/Bank | สาขา/Branch | จำนวนเงิน/Amount |
|---|-----------------------|-------------------|-----------------|-------------|------------------|
| <input type="radio"/> เงินสด/Cash <input type="radio"/> เช็ค/Cheque | | | | | |
| จำนวนเงินที่เป็นตัวอักษร/ Amount in Words | | | | | |

ชื่อผู้ฝาก/Deposit By โทรศัพท์/Telephone.....

หมายเหตุ 1. Ref.1 : เลขทะเบียนผู้ถือหุ้น (Registration No.)

2. Ref.2 : เลขที่บัตรประชาชน / หนังสือเดินทาง (ID Card / Passport No.)

สำหรับเจ้าหน้าที่ธนาคาร

ผู้รับเงิน.....

โปรดนำใบนำฝากนี้ไปชำระเงินได้ที่ธนาคารไทยพาณิชย์ ทุกสาขาทั่วประเทศ





Subscription Location

Operation Department

AIRA Securities Public Company Limited

319 Chamchuri Square Building, Floor 17, Phayathai Road, Pathumwan, Bangkok 10330

Contact Persons: Miss Sirorat Charoenplian

Tel.: 02 684 8754

Additional Subscription Documents Only for the Subscriber Wishing to Deposit the Securities into the Issuer Account

I/We.....

National I.D. card/passport/company registration no.....

Individual Person

1. Place of BirthCountry.....

2. Second Nationality.....

3. Permanent Address.....

State/Region..... CountryPostal.....

Juristic Person

1. FATCA STATUS

2. GIIN Number (if).....

- FATCA (Passive NFFE) Please % Shareholder(S) Who is (are) U.S. Persons.....

- FATCA (PFFI or RDCFFI) Please number GIIN.....

I/We hereby certify that the aforementioned statements are complete and true. Should TSD incur any direct or indirect damage, obligation or expense due to complying with my request as given above, I/We shall be fully responsible and shall unconditionally compensate TSD in full. In addition, I/We acknowledge that TSD may appear in this document disclosure to the organization having agreement with TSD and/or Government agencies that have the legal power to request such information.

Signature..... Securities holder

(.....) Phone no.....



Entity Status Certification and Information Disclosure Consent Form under FATCA

Certification of the Claimed FATCA Status

I (Name of the entity) _____

by _____ position _____

and _____ position _____

hereby certify that I have the status as follows:

Part 1: Place of Incorporation

| | Certification of the Claimed FATCA Status | FATCA Status for Non-U.S. Entities |
|--------------------------|--|---|
| <input type="checkbox"/> | 1.1 I am an entity that is incorporated in: _____ (Fill in a country) | U.S. / Non-U.S. Entity |
| <input type="checkbox"/> | 1.2 I am a branch of an entity. Please specify the place of incorporation of the head office: _____ (Fill in a country) In case the entity is incorporated in the U.S., I have attached W-9 certifying the status herewith. (If you are a non-U.S. entity or a branch of non-U.S. entity, please proceed to <u>Part 2</u> . Apart from that, your certificate of the claimed FATCA status is complete.) | |

Part 2: FATCA Status for Non-U.S. Entities

| | Certification of the Claimed FATCA Status | FATCA Status for Non-U.S. Entities |
|--------------------------|--|---|
| <input type="checkbox"/> | 2.1 I am a financial institution of the type of Participating Foreign Financial Institution, with GIIN : _____ | PFFI |
| <input type="checkbox"/> | 2.2 I am a financial institution of the type of Registered Deemed-Compliant FFI, with GIIN : _____ | RDCFFI |
| <input type="checkbox"/> | 2.3 I am a financial institution of the type of Non-Participating Foreign Financial Institution. | NPFFI |
| <input type="checkbox"/> | 2.4 I am a financial institution of the type of Certified Deemed-Compliant FFI and have attached W-8BEN-E certifying the status herewith. | CDCFFI |
| <input type="checkbox"/> | 2.5 I am not a financial institution, but, a publicly traded (listed) company or affiliate of a | Excepted NFFE |



| | | |
|-----|--|-------------------------|
| | <p>listed company;</p> <p>My evidence of listing or affiliation of a listing company is in a copy of the latest financial statement attached herewith.</p> | |
| [] | <p>2.6 I am a government (agents), international organization, or central bank of issue;</p> <p>I certify that I am the beneficial owner of any payment in connection with the securities that is going to be sold or transferred, and is not engaged in commercial financial activities of a type engaged in by an insurance company, custodial institution, or commercial banks.</p> | Exempt Beneficial Owner |
| [] | <p>2.7 I am a non-profit organization;</p> <p>I certify that I am exempt from income tax under Thai revenue code.</p> | Non-Profit Organization |
| [] | <p>2.8 I am a non-financial institution whose main income <u>is not from investing.</u></p> <p>I certify that I am not incorporated in the U.S. and not a financial institution and <u>not exceeding half of my income</u> as stated in my latest financial statement are derived from the following four groups <u>and</u></p> <p><u>not exceeding half of my assets</u> as stated in my latest financial statement can generate incomes in the following four groups as follows;</p> <p><u>Group 1:</u> Dividend and Interest</p> <p><u>Group 2:</u> Rental and Royalties</p> <p><u>Group 3:</u> Income from certain transactions</p> <ul style="list-style-type: none"> ● Sales of any asset generating income in Group 1 and Group 2 ● Income from commodity derivative contracts ● Foreign exchange income ● Income from SWAP contract (Notional Principal Contract) <p><u>Group 4:</u> Income from insurance and annuity contracts</p> <ul style="list-style-type: none"> ● Income from reserving activities (insurance company only) ● Income from annuity contracts ● Income from insurance contracts | Active NFFE |



| <input type="checkbox"/> | <p>2.9 I am a non-financial institution whose main income is from investing.</p> <p>I certify that I am not incorporated in the U.S. and not a financial institution and exceeding half of my income as stated in my latest financial statement are derived from the abovementioned four groups of income <u>or</u></p> <p>exceeding half of my assets as stated in my latest financial statement can generate incomes in the abovementioned four groups of income.</p> <p>I also hereby declared my U.S. ownership as follows;</p> <p><input type="checkbox"/> I do not have any owner/shareholder who is a U.S. person <u>or</u></p> <p><input type="checkbox"/> I have owner(s)/shareholder(s) who is (are) U.S. persons and have hereby disclosed the name, address, and U.S. Tax Identification Number (TIN) of each holder as follows;</p> <table border="1" data-bbox="175 734 1220 898"> <thead> <tr> <th data-bbox="175 734 523 779">Name</th> <th data-bbox="523 734 874 779">Address</th> <th data-bbox="874 734 1220 779">TIN</th> </tr> </thead> <tbody> <tr> <td data-bbox="175 779 523 824"> </td> <td data-bbox="523 779 874 824"> </td> <td data-bbox="874 779 1220 824"> </td> </tr> <tr> <td data-bbox="175 824 523 869"> </td> <td data-bbox="523 824 874 869"> </td> <td data-bbox="874 824 1220 869"> </td> </tr> <tr> <td data-bbox="175 869 523 898"> </td> <td data-bbox="523 869 874 898"> </td> <td data-bbox="874 869 1220 898"> </td> </tr> </tbody> </table> | Name | Address | TIN | | | | | | | | | | Passive NFFE |
|--------------------------|--|--------|---------|-----|--|--|--|--|--|--|--|--|--|--------------|
| Name | Address | TIN | | | | | | | | | | | | |
| | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | |
| <input type="checkbox"/> | <p>2.10 I am not eligible for any status provided above</p> <p>I have herewith attached W-8BEN-E with the status of _____</p> | Others | | | | | | | | | | | | |

Information Disclosure Consent

I, as a depository member of Thailand Securities Depository Company Limited and/or a clearing member of Thailand Clearing House Company Limited acknowledge and agree that Thailand Securities Depository Company Limited and/or Thailand Clearing House Company Limited (the “**Company**”) is obliged to comply with any prevailing agreement, order, request, or contract that the Company has entered into under Foreign Account Tax Compliance Act (“**FATCA**”) including any other requirement (the “**Applicable Requirements**”) the Company is subject to by governmental organizations or departments or the Revenue Department or any governing bodies (the “**Authority**”) of foreign jurisdictions and related bodies in Thailand as will be informed and/or amended or added occasionally.

I hereby consent to and agree that the Company can take any one or all actions below as it deems appropriate to comply with Applicable Requirements;

(1) Data Privacy Waiver

I agree that the Company may disclose and/or provide a report of any of my information as it, or its Head Office(s) or other related corporations are required to comply with the Applicable Requirements.. I agree to, and shall provide the Company with further information and any additional information as the Company may request for disclosure to any Authority within 90 days from the date of the receipt of the notice from the Company.

I further agree to cooperate with the Company in order for it to be able to comply with its obligations under all Applicable Requirements concerning me or my securities with the Company. In this regard, the details and/or relevant procedure is subject to change and the Company shall notify such from time to time.

(2) Change in Circumstances



I agree to update the Company within 30 days of any changes of any of the details previously provided to the Company, regarding my registered address, my nationality, address of place of business, substantial shareholders, legal and beneficial owner or controllers (who own or control more than 10% of shares or ownership interest or control), tax status, or tax residency or if I become tax resident in more than one country.

If any of these changes occur, I must provide at my own cost, within 30 days of such change, including but not limited to, duly completed, certified, and/or executed tax declaration or forms establishing new FATCA status such as W-8Ben and W-8Ben-E.

(3) Termination Clause

If I do not provide the Company with the information or documents requested within 90 days of the date receiving the notice from the Company, or if any information or documents provided are not up-to-date, accurate or complete, or revoke my consent under this form, I agree that, in order to ensure the Company's ongoing compliance or adherence with the Applicable Requirements, to the extent permitted under applicable law, the Company may take any and all steps as it deems fit to ensure its compliance or adherence with the Applicable Requirements, trading and exchange of securities and other services contract or agreement, or otherwise to protect its legal and/or commercial interests, including but not limited to, refuse to trade or exchange the securities and provide other services, suspend the payment of any amount that I am entitled to, under the terms and conditions of the said securities, and remit such amount the authorized authorities, or under the Applicable Requirements, return the amount to me.

In case the abovementioned event occurs, I recognize that the Company reserves the right and expressly give consent to the Company to terminate the trading and exchange of securities and other services, and/or terminate the contracts or agreements for the said services entered with me. This form shall be deemed part of the trading and exchange of securities and other services contracts or agreements.

Under the U.S. penalties of perjury, I declare that I have examined the information on this form and to the best of my knowledge and belief it is true, correct, and complete.

Authorized signature _____ Authorized signature _____
(_____) (_____)

(company seal (if any))

Date _____



ส่วนที่ 1 : สำรับบริษัท

ใบจองเลขที่/ Subscription Form No. _____

ใบจองซื้อหุ้นสามัญเพิ่มทุน บริษัท อินเทอร์เน็ตเนชั่นเนลเอนจิเนียริ่ง จำกัด (มหาชน)

หุ้นสามัญเพิ่มทุนจำนวนไม่เกิน 203,591,502,350 หุ้น มูลค่าที่ตราไว้ หุ้นละ 0.01 บาท ในราคาเสนอขายหุ้นละ 0.0125 บาท เสนอขายให้แก่ผู้ถือหุ้นเดิมในอัตราส่วน 1 หุ้นเดิม ต่อ 1 หุ้นสามัญใหม่ Subscription Form for Rights Issue of Ordinary Shares of The International Engineering Public Company Limited

Not over 203,591,502,350 new ordinary shares, par value: Baht 0.01 at the offer price of Baht 0.0125 per share offered to existing shareholder at 1 existing shares to 1 ordinary share วันที่จองซื้อ Date October 8, 2018 October 9, 2018 October 10, 2018 October 11, 2018 October 12, 2018

ข้าพเจ้า (นาย, นาง, นางสาว, บริษัท, อื่นๆ) / I/We (Mr., Mrs., Miss, Company name, others) ...
ทะเบียนผู้ถือหุ้นเลขที่ / Shareholder's Register No. เบอร์โทรศัพท์ที่สามารถติดต่อได้ / Telephone No.
ที่อยู่ / Address
ข้าพเจ้ามีหุ้นเดิมตามทะเบียนผู้ถือหุ้น ณ วันที่ 2 พฤศจิกายน 2560 จำนวน..... หุ้น มีสิทธิในการจองซื้อหุ้นใหม่จำนวน.....หุ้น

Table with 4 columns: Subscription type (I/We wish to subscribe for the shares as follows), No. of shares subscribed, Amount (Baht), and Total/Sum.

พร้อมกันนี้ข้าพเจ้าขอส่งเงินค่าจองซื้อหุ้นสามัญเพิ่มทุนดังกล่าวโดยชำระผ่านระบบ Bill Payment ของธนาคารไทยพาณิชย์ จำกัด (มหาชน) /Siam Commercial Bank Public Company Limited ชื่อบัญชี บริษัทหลักทรัพย์ ไอ้ฟ้า จำกัด (มหาชน) เพื่อการจองซื้อหุ้น

ข้อมูลการรับหลักทรัพย์ / Method of receiving securities

หากข้าพเจ้าได้รับการจัดสรรหุ้นสามัญดังกล่าว ข้าพเจ้าตกลงให้ดำเนินการดังนี้ (ผู้จองซื้อหุ้นโปรดกากบาทในช่องที่เลือก)
If the shares are allotted to me/us, I/we agree to have either one of the following actions taken (please mark "X" in front of your choice)

- แบบไร้ใบหุ้น (Scriptless)
แบบรับเป็นใบหุ้น (Script)
To issue the share certificates in my/our name and deliver them to me/us as per the name and address specified in the shareholder register by registered mail. I/We hereby authorize the Company to proceed with all necessary actions to have the share certificates issued and delivered to me/us within 15 business days after the close of the subscription period.

การคืนเงินค่าจองซื้อหุ้น (ถ้ามี) / Refund of subscription payment (if any)

ในกรณีที่ข้าพเจ้าไม่ได้รับจัดสรรหรือได้รับการจัดสรรไม่ครบตามจำนวนที่จองซื้อ ข้าพเจ้าตกลงรับเงินคืนผ่านระบบการโอนเงินผ่านบัญชีธนาคาร และข้าพเจ้าได้แนบสำเนาสมุดบัญชีเงินฝากธนาคารนั้นแก่พร้อมรับรองสำเนาถูกต้องมาพร้อมกันนี้
If I/we have not been allotted the shares or have been allotted lower than subscription amount, I/we agree to receive the refund via Automated Transfer System (ATS), I/we have attached a certified true copy of the front page of the subscriber's bank account.

ข้าพเจ้าขอรับรองและตกลงว่าจะจองซื้อหุ้นสามัญเพิ่มทุนตามที่บริษัทจะจัดสรรให้ โดยไม่ยกเลิกเพิกถอนการจองซื้อหุ้นสามัญในครั้งนั้น แต่หากข้าพเจ้าไม่ส่งใบจองซื้อหุ้นสามัญเพิ่มทุนที่ได้กรอกรายละเอียดครบถ้วนเรียบร้อย พร้อมเงินโอนเข้าบัญชี
มาถึงบริษัทภายในระยะเวลาการจองซื้อให้ถือว่าข้าพเจ้าแสดงเจตนาไม่ประสงค์จะให้สิทธิจองและข้าพเจ้ายอมรับเงินคืน ข้าพเจ้าได้อ่านหนังสือแจ้งการจัดสรรหุ้นเพิ่มทุนบริษัท อินเทอร์เน็ตเนชั่นเนลเอนจิเนียริ่ง จำกัด (มหาชน) และยินยอมผูกพันตามหนังสือแจ้งการจัดสรรฯ ดังกล่าว และที่จะได้มีการแก้ไขเพิ่มเติมในภายภาคหน้าด้วย
I/We agree and undertake to subscribe for the new ordinary shares in the number allotted by the Company and shall not revoke the subscription as stated above. If I/we do not return this duly completed subscription form with payment through Bill Payment within the subscription period, I/We may be deemed to have not exercised my/our subscription rights and receive the payment back. I/We agree to bind on conditions and any notifications specified in the notification of subscription rights for newly issued ordinary shares of The International Engineering Public Company Limited, including the amendment of those in the future.

การประเมินความเสี่ยงที่ยอมรับได้ (Suitability Test) เพื่อจองซื้อหุ้น/ Suitability Test for Share Subscription

- 1. ข้าพเจ้าได้ผ่านการประเมิน Suitability Test มาแล้ว และรับทราบระดับความเสี่ยงที่ยอมรับได้ของข้าพเจ้าแล้ว / I/We already conducted Suitability Test, and I/we acknowledge my/our risk tolerance level.
2. ข้าพเจ้ารับทราบระดับความเสี่ยงของหุ้นสามัญที่ข้าพเจ้าจะจองซื้อครั้งนี้ / I/We acknowledge risk level of share I/we will subscribe for.
ทั้งนี้ หากผลการประเมิน Suitability Test ของข้าพเจ้าออกมาว่า ข้าพเจ้าไม่เหมาะสมกับการจองซื้อหุ้นในครั้งนั้น ข้าพเจ้ายินยอมและประสงค์จะจองซื้อหุ้นสามัญในครั้งนั้น และได้ลงลายมือชื่อเพื่อยืนยันในฐานะผู้จองซื้อดังกล่าว โดยข้าพเจ้ารับทราบว่าการลงทุนในหุ้นสามัญครั้งนี้ไม่เหมาะสมกับระดับความเสี่ยงที่ข้าพเจ้ายอมรับได้ตามผลการประเมิน Suitability Test/ If the result of Suitability Test indicates that this share investment does not match my/our risk tolerance level, I/we still wish to subscribe for this share. I will put my signature below to confirm my intention for this share subscription. I/We acknowledge that this share investment does not match my risk tolerance level in accordance with the result of suitability test.

หมายเหตุ/Notes: - กรุณานำใบรับรองการจองซื้อหุ้น สำเนาใบนำฝากชำระเงินค่าสินค้าและบริการ และสำเนาสมุดบัญชีเงินฝากธนาคารหน้าแรก มาพร้อมกันใบจองซื้อหุ้นฉบับนี้ด้วย / Please attach the Subscription Certificate Copy of Bill Payment Pay-in Slip and a certified true copy of the front page of the subscriber's bank account, with this Subscription Form.
- ถ้าจำนวนหุ้นที่ระบุไว้ในใบจองซื้อไม่ตรงตามจำนวนเงินที่บริษัทได้รับชำระ บริษัทจะถือตามจำนวนเงินที่ได้รับชำระเป็นหลัก
If the share subscription amount stated in this Subscription Form does not match the payment received, the Company shall regard the payment received as the intended subscription amount.

ลงชื่อ / Signature ผู้จองซื้อ / Subscriber

การลงทุนในหลักทรัพย์มีความเสี่ยง ก่อนตัดสินใจจองซื้อหลักทรัพย์ควรศึกษาข้อมูลอย่างรอบคอบ/ Please be aware there is risk involved in securities investment, ensure you have thoroughly studied information before deciding on share subscription.

ส่วนที่ 2 สำหรับผู้ถือหุ้น หลักฐานการรับจองซื้อหุ้น (โปรดกรอกข้อความในส่วนนี้ด้วย) / Subscription Receipt (Subscribers please also fill in this section)

วันที่จองซื้อ Date October 8, 2018 October 9, 2018 October 10, 2018 October 11, 2018 October 12, 2018

บริษัท อินเทอร์เน็ตเนชั่นเนลเอนจิเนียริ่ง จำกัด (มหาชน) ได้รับเงินค่าจองซื้อหุ้นจาก (ชื่อตามใบจอง).....
The International Engineering Public Company Limited received money from (name of Subscriber)

เพื่อจองซื้อหุ้นสามัญเพิ่มทุนของบริษัทฯ ในราคาหุ้นละ 0.0125 บาท จำนวน..... หุ้น รวมเป็นเงิน..... บาท
For a subscription of new ordinary shares of The International Engineering Public Company Limited of shares at Baht 0.0125 per shares totaling Baht

- ออกใบหุ้นในนาม "บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด เพื่อผู้ฝาก" เลขที่สมาชิกผู้ฝาก..... บัญชีซื้อขายหลักทรัพย์เลขที่.....
Issue a share certificate in the name of "Thailand Securities Depository Company Limited for the Depositor" Participant number Securities trading account number
ออกใบหุ้นในนาม "บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด" โดยข้าพเจ้ามีหุ้นของบริษัทผู้ออกหลักทรัพย์ สมาชิกเลขที่ 600
Issue a share certificate in the name of "Thailand Securities Depository Company Limited" and deposit those shares with Thailand Securities Depository Company Limited under the Issuer account number 600
ออกใบหุ้นในนามผู้จองซื้อ / Issue a share certificate in the name of Subscriber

เจ้าหน้าที่ผู้รับมอบอำนาจ / Authorized Officer.....

| BROKER | | | |
|---------------------------------|---|---------------------------------|--|
| ผู้ฝากเลขที่ Participant No. | ชื่อบริษัท Company Name | ผู้ฝากเลขที่ Participant No. | ชื่อบริษัท Company Name |
| 002 | บริษัทหลักทรัพย์ทีเอสไอ จำกัด TISCO SECURITIES COMPANY LIMITED | 032 | บริษัทหลักทรัพย์ เคทีบี (ประเทศไทย) จำกัด KTB SECURITIES (THAILAND) COMPANY LIMITED |
| 003 | บริษัทหลักทรัพย์ คันทรี กรุ๊ป จำกัด (มหาชน) COUNTRY GROUP SECURITIES PUBLIC CO.,LTD. | 034 | บริษัทหลักทรัพย์ฟิลลิป (ประเทศไทย) จำกัด (มหาชน) PHILLIP SECURITIES (THAILAND) PUBLIC CO.,LTD. |
| 004 | บริษัทหลักทรัพย์ ดีบีเอส วิคเคอร์ส (ประเทศไทย) จำกัด DBS VICKERS SECURITIES (THAILAND) CO.,LTD | 038 | บริษัทหลักทรัพย์ เออีซี จำกัด (มหาชน) AEC SECURITIES PUBLIC COMPANY LIMITED |
| 005 | บริษัทหลักทรัพย์ แลนด์ แอนด์ เฮาส์ จำกัด (มหาชน) LAND AND HOUSES SECURITIES PUBLIC COMPANY LIMITED | 048 | บริษัทหลักทรัพย์ ไร้วา จำกัด (มหาชน) AIRA SECURITIES PUBLIC COMPANY LIMITED |
| 006 | บริษัทหลักทรัพย์ ฟัทรา จำกัด (มหาชน) PHATRA SECURITIES PUBLIC COMPANY LIMITED | 050 | บริษัทหลักทรัพย์ แอสเอสแอล จำกัด ASL SECURITIES COMPANY LIMITED |
| 007 | บริษัทหลักทรัพย์ ซีไอเอ็มบี (ประเทศไทย) จำกัด CIMB SECURITIES (THAILAND) COMPANY LIMITED | 051 | บริษัทหลักทรัพย์ เอสบีไอ ไทยออนไลน์ จำกัด SBI THAI ONLINE SECURITIES CO.,LTD. |
| 008 | บริษัทหลักทรัพย์ เอเชีย พลัส จำกัด ASIA PLUS SECURITIES COMPANY LIMITED | 052 | บริษัทหลักทรัพย์ จีเอ็มไอ-แซด คอม (ประเทศไทย) จำกัด GMO-Z COM SECURITIES (THAILAND) PUBLIC COMPANY LIMITED |
| 010 | บริษัทหลักทรัพย์ เมอร์ริล ลินช์ (ประเทศไทย) จำกัด MERRILL LYNCH SECURITIES (THAILAND) LIMITED | 200 | บริษัทหลักทรัพย์ เมย์แบงก์ กิมเอ็ง (ประเทศไทย) จำกัด (มหาชน) MAYBANK KIM ENG SECURITIES (THAILAND) PUBLIC COMPANY LIMITED |
| 011 | บริษัทหลักทรัพย์ กสิกรไทย จำกัด (มหาชน) KASIKORN SECURITIES PUBLIC COMPANY LIMITED | 211 | บริษัทหลักทรัพย์ ยูบีเอส (ประเทศไทย) จำกัด UBS SECURITIES (THAILAND) LTD. |
| 013 | บริษัทหลักทรัพย์ เคจีไอ (ประเทศไทย) จำกัด (มหาชน) KGI SECURITIES (THAILAND) PUBLIC CO.,LTD. | 213 | บริษัทหลักทรัพย์ เอเชีย เวลท์ จำกัด ASIA WEALTH SECURITIES COMPANY LIMITED. |
| 014 | บริษัทหลักทรัพย์ โนมูระ พัฒนสิน จำกัด (มหาชน) CAPITAL NOMURA SECURITIES PUBLIC CO.,LTD. | 221 | บริษัทหลักทรัพย์ เมอร์ชานต์ พาร์ตเนอร์ จำกัด (มหาชน) MERCHANT PARTNERS SECURITIES LIMITED. |
| 015 | บริษัทหลักทรัพย์ แอปเปิล เวลธ์ จำกัด APPLE WEALTH SECURITIES COMPANY LIMITED | 224 | บริษัทหลักทรัพย์ บัวหลวง จำกัด (มหาชน) BUALUANG SECURITIES PUBLIC COMPANY LIMITED |
| 016 | บริษัทหลักทรัพย์ ธนชาต จำกัด (มหาชน) THANACHART SECURITIES PUBLIC COMPANY LIMITED | 225 | บริษัทหลักทรัพย์ ซี แอล เอส เอ (ประเทศไทย) จำกัด CLSA SECURITIES (THAILAND) LTD. |
| 019 | บริษัทหลักทรัพย์ หยวนต้า (ประเทศไทย) จำกัด YUANTA SECURITIES (THAILAND) COMPANY LIMITED | 229 | บริษัทหลักทรัพย์ เจพีมอร์แกน (ประเทศไทย) จำกัด JPMORGAN SECURITIES (THAILAND) LIMITED |
| 022 | บริษัทหลักทรัพย์ ทรินิตี้ จำกัด TRINITY SECURITIES CO.,LTD. | 230 | บริษัทหลักทรัพย์ โกลบลิ้ง จำกัด GLOBLEX SECURITIES COMPANY LIMITED |
| 023 | บริษัทหลักทรัพย์ ไทยพาณิชย์ จำกัด SCB SECURITIES CO.,LTD. | 244 | บริษัทหลักทรัพย์ แมคควารี (ประเทศไทย) จำกัด MACQUARIE SECURITIES (THAILAND) LIMITED |
| 026 | บริษัทหลักทรัพย์ ยูบี เคอีเอช (ประเทศไทย) จำกัด (มหาชน) UOB KAY HIAN SECURITIES (THAILAND) PUBLIC CO.,LTD. | 247 | บริษัทหลักทรัพย์ เครดิต สวิส (ประเทศไทย) จำกัด CREDIT SUISSE SECURITIES (THAILAND) LTD. |
| 027 | บริษัทหลักทรัพย์ อาร์เอชบี (ประเทศไทย) จำกัด (มหาชน) RHB SECURITIES (THAILAND) PUBLIC COMPANY LIMITED | 248 | บริษัทหลักทรัพย์ เคที ซีมิโก้ จำกัด KT ZMICO SECURITIES COMPANY LIMITED |
| 029 | บริษัทหลักทรัพย์ กรุงศรี จำกัด (มหาชน) KRUNGSRI SECURITIES PUBLIC COMPANY LIMITED | 924 | บริษัทหลักทรัพย์ ฟินันเซีย ไซรัส จำกัด (มหาชน) FINANSIA SYRUS SECURITIES PUBLIC COMPANY LIMITED |
| 030 | บริษัทหลักทรัพย์ ไอวี โกลบอล จำกัด (มหาชน) IV GLOBAL SECURITIES PUBLIC CO., LTD. | | |
| SUB-BROKER | | | |
| 236 | ธนาคาร ทีเอสไอ จำกัด (มหาชน) TISCO BANK PUBLIC COMPANY LIMITED | 243 | บริษัทหลักทรัพย์ เพ็ชรเกษม จำกัด (มหาชน) TSFC SECURITIES PUBLIC COMPANY LIMITED |
| 242 | บริษัทหลักทรัพย์ ซิตี้คอร์ป (ประเทศไทย) จำกัด CITICORP SECURITIES (THAILAND) LIMITED | 245 | ธนาคาร ธนชาต จำกัด (มหาชน) THANACHART BANK PUBLIC COMPANY LIMITED |
| CUSTODIAN | | | |
| 301 | ธนาคารซิตี้แบงก์ เอ็น.เอ.(CUSTODY SERVICES) CITIBANK, N.A. - CUSTODY SERVICES | 329 | ธนาคารทหารไทย จำกัด (มหาชน) TMB BANK PUBLIC COMPANY LIMITED |
| 302 | ธนาคารไทยพาณิชย์ จำกัด (มหาชน) THE SIAM COMMERCIAL BANK PUBLIC CO.,LTD. | 330 | ธนาคารฮ่องกงและเซี่ยงไฮ้แบงกิงคอร์ปอเรชัน จำกัด (เพื่อตราสารหนี้) THE HONGKONG AND SHANGHAI BANKING CORP.,LTD.BKK - BOND |
| 303 | ธนาคารกรุงเทพ จำกัด (มหาชน) - ผู้รับฝากทรัพย์สิน BANGKOK BANK PUBLIC COMPANY LIMITED-CUSTODY | 334 | บริษัทหลักทรัพย์ เพ็ชรเกษม จำกัด (มหาชน) (คัสโตเดียน) TFSC SECURITIES PUBLIC COMPANY LIMITED - CUSTODIAN |
| 304 | ธนาคารฮ่องกงและเซี่ยงไฮ้แบงกิงคอร์ปอเรชัน จำกัด THE HONGKONG AND SHANGHAI BANKING CORP.,LTD.BKK. | 336 | ธนาคารเกียรตินาคิน จำกัด (มหาชน) KIATNAKIN BANK PUBLIC COMPANY LIMITED |
| 305 | ธนาคารกรุงไทย จำกัด (มหาชน) THE KRUNG THAI BANK PUBLIC CO.,LTD. | 337 | ธนาคารทหารไทย จำกัด (มหาชน) TMB BANK PUBLIC COMPANY LIMITED |
| 308 | ธนาคารกสิกรไทย จำกัด (มหาชน) KASIKORN BANK PUBLIC COMPANY LIMITED | 339 | ธนาคาร ทีเอสไอ จำกัด (มหาชน) (เพื่อรับฝากทรัพย์สิน) TISCO PUBLIC COMPANY LIMITED (CUSTODIAN) |
| 312 | ธนาคารสแตนดาร์ดชาร์เตอร์ด (ไทย) จำกัด (มหาชน) STANDARD CHARTERED BANK (THAI) PUBLIC CO.,LTD. | 340 | ธนาคาร เจพีมอร์แกน เชส (เพื่อการค้าตราสารหนี้) JPMORGAN CHASE BANK (BOND TRADING) |
| 316 | ธนาคารไอซีบีซี (ไทย) จำกัด (มหาชน) INDUSTRIAL AND COMMERCIAL BANK OF CHINA (THAI) PUBLIC COMPANY LIMITED | 343 | ธนาคาร ซีไอเอ็มบี ไทย จำกัด (มหาชน) CIMB THAI BANK PUBLIC COMPANY LIMITED |
| 320 | ธนาคารดอยช์แบงก์ เอจี สาขากรุงเทพฯ - เพื่อรับฝากทรัพย์สิน DEUTSCHE BANK AKTIENGESELLSCHAFT BANGKOK BRANCH - CUSTODY SERVICES | 345 | ธนาคาร ธนชาต จำกัด (มหาชน) THANACHART BANK PUBLIC COMPANY LIMITED |
| 328 | ธนาคารกรุงศรีอยุธยา จำกัด (มหาชน) BANK OF AYUDHYA PUBLIC COMPANY LIMITED | 425 | ธนาคารกรุงไทย จำกัด (มหาชน) (เพื่อลูกค้า) KRUNG THAI BANK PUBLIC COMPANY LIMITED (FOR CUSTOMER) |