



Ocean Commerce Public Company Limited

148/1 Soi Raminthra 14, Raminthra Road, Tharang Sub-district, Bang Khen District, Bangkok 10230

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No. OCMSET-1810-002

October 3, 2018

Subject: Determination of Details on Issuance, Offering, Allocation and Subscription for Newly Issued Ordinary Shares of Ocean Commerce Public Company Limited to be offered for sale to a Specific Investor on the Private Placement Basis

Attn.: President  
The Stock Exchange of Thailand

The Extraordinary General Meeting of Shareholders No. 1/2018 of Ocean Commerce Public Company Limited (the “**Company**”), which was held on August 27, 2018, has approved various matters regarding the issuance and allocation of not exceeding 482,567,173 newly-issued ordinary shares of the Company at the par value of THB 0.25 per share by way of private placement to Mrs. Chatchaya Tritrakulchai (the “**Investor**”), which is regarded as a connected party transaction of the listed company, at the offering price of THB 0.80 per share, totaling THB 386,053,738.40. Such offering price of the newly-issued ordinary shares by way of private placement was clearly specified and approved by the Shareholders’ Meeting at THB 0.80 per share, which is not lower than 90 percent of the market price pursuant to the Notification of the Capital Market Supervisory Board No. TorJor. 72/2558 Re: Permission for Listed Companies to Offer Newly Issued Shares to Specific Investors, dated October 28, 2015 (as amended) (the “**Notification No. TorJor. 72/2558**”). The market price for offering of the newly-issued ordinary shares to the Investor was calculated from the weighted average price of the Company’s ordinary shares listed on the Market for Alternative Investment for the previous 15 consecutive business days prior to the date of the resolution of the Board of Directors’ Meeting proposing the Shareholders’ Meeting to consider approving the issuance and allocation of the Company’s newly-issued ordinary shares to be offered for sale to the specific investor on the private placement basis, which the share price between May 21, 2018 – June 11, 2018 was equal to THB 0.87 per share (source: SETSMART from [www.setsmart.com](http://www.setsmart.com)). The Shareholder meeting has approved to authorize the Company’s board of director, or executive committee or chief executive officer to conduct necessary action in relation to the issuance, offering, allocation and subscription of the newly-issued ordinary shares which shall include the determination of allocation period and subscription period at one time or several time.

On September 4, 2018, the Company has obtained approval to offer the newly-issued ordinary shares to the private placement investor under the Notification No. TorJor. 72/2558 from the Office of the Securities and Exchange Commission, and the Chief Executive Officer, as authorized by the Extraordinary General Meeting of Shareholders No. 1/2018, has determined the details on the issuance, offering, allocation and subscription for the Company’s newly-issued ordinary shares to the Investor, as follows:

1. Number of the newly-issued ordinary shares to be offered for sale  
232,567,173 shares



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2. Period of subscription and payment for the newly-issued ordinary shares

4 – 8 October ,2018

3. Offering price of the newly issued ordinary shares

THB 0.80 per share, totaling THB 186,053,738.40

After the completion of this allocation of the newly-issued shares to the specific investor on the private placement basis, the Company has no outstanding newly-issued shares which are not allocated.

Please be informed accordingly.

Faithfully yours,

A handwritten signature in blue ink, appearing to read "Mrs. Chutchaya Tritrakulchai".

(Mrs.Chutchaya Tritrakulchai)  
Managing Director- Palm oil business