

Information about the allocation of the newly issued ordinary shares to be offered to Private Placement (Private Placement) and in conjunction with the offering of warrants to purchase the Company's ordinary shares to the existing shareholders Series - 4 ("NUSA-W4") and offering of warrants to purchase the Company's ordinary shares for Private Placement Purchasing a capital increase ordinary shares of the Company ("NUSA-WC")

According to resolution of the Board of Directors of Nusasiri Public Company Limited No. 2/2021 held on March 11, 2021, approved a resolution to propose to the Annual General Meeting of Shareholders for the year 2021. To consider and approve increase in the registered capital of the Company in the amount of 4,410,270,652 baht from the registered capital after the capital reduction of 7,641,082,611 baht to the new registered capital of 12,051,353,263 baht by issuing new ordinary shares in the amount of 4,410,270,652 shares with a par value of 1 baht per share, total 12,051,353,263 baht to support the allocation of the newly issued ordinary shares as follows:

(1) Capital increase ordinary shares to be offered to Private Placement (PP) in amount not exceeding the amount 2,000,000,000 shares

(2) Capital increase ordinary shares to accommodate the exercise of warrants to purchase ordinary shares of the Company Series - 4 ("NUSA-W4") in the amount not exceeding 1,910,270,652 shares that the Company will issue to the existing shareholders in proportion to their shareholding. Before issuance and offering of capital increase issued ordinary shares to Private Placement according to Clause (1) (the amount not exceeding 7,641,082,611 shares)

(3) Capital increase ordinary shares to accommodate the exercise of warrants to purchase ordinary shares of the Company ("NUSA-WC"), not exceeding 500,000,000 shares, which the Company will issue to the specific investors who purchase the newly issued ordinary shares of the Company ("NUSA-WC"). The company according to item (1) in proportion to shareholding

The details related to the offering of the newly issued ordinary shares to the existing shareholders in proportion to their shareholding in the Capital Increase Report Form (F53-4) are show in Attachment 3, Preliminary details of warrant. The right to purchase the Company's ordinary shares to the existing shareholders Series - 4 ("NUSA-W4") according to Attachment 1 and a preliminary details of the warrants to purchase the Company's ordinary shares to the specific investors at Purchasing the Company's newly issued ordinary shares ("NUSA-WC") in accordance with Enclosure 2 and information on the allocation of the newly-issued ordinary shares to be offered to the specific investors (Private Placement) and in conjunction with the offering of warrants. The right to purchase the Company's ordinary shares to the existing shareholders Series - 4 ("NUSA-W4") and the offering of warrants to purchase the Company's ordinary shares to the specific investors who purchase the Company's newly issued ordinary shares ("NUSA-WC") is as follows:

1. Details of the offering of newly issued ordinary shares

1.1 Additional shares traded 2,000,000,000 Shares at par value of 1.00 baht per share, totaling 2,000,000,000 At the offering price of Baht 0.50 per share to a specific investor (Private Placement)

(1.1) GOBA Company Limited amount 1,000,000,000 shares

(1.2) Thanat Herb Commercial Company Limited 500,000,000 shares

(1.3) CBD Extra Company Limited 400,000,000 shares

(1.4) Mr. Oudom 100,000,000 shares

Shareholding in NUSA before and after the transaction (Information for closing shareholder registration book as of December 31, 2020)

No.	Registered capital		Before capital increase 7,641,082,611 Baht			After capital increase 9,641,082,611 Baht		
	Name of shareholders		Value (Baht)	Number of shares	%	Value (Baht)	Number of shares	%
1	Miss Nuntida	Kittiissaranon	-	874,056,700	11.439	-	874,056,700	9.066
2	Mr. Visanu	Thepcharon	-	613,148,738	8.548	-	613,148,738	6.360
3	Miss Jenjira	Kittiissaranon	-	466,403,000	6.104	-	457,674,700	4.747
4	Miss Arthika	Thorkeaw	-	275,946,617	3.611	-	275,946,617	2.862
5	Miss Kamattaya	Sornwaneeyarak	-	246,730,000	3.229	-	246,730,000	2.559
6	Mr. Wirasak	Sirirat	-	237,214,285	3.104	-	237,214,285	2.460
7	Mr. Kumthorn	Kittiissaranon	-	221,948,500	2.905	-	221,948,500	2.302
8	Mr. Somchai	Hongrattanavijit	-	217,450,479	2.846	-	217,450,479	2.255
9	Mr. Wasin	Sirirat	-	214,421,130	2.806	-	214,421,130	2.224
10	Mr. Sompong	Rungruengnaowarat	-	195,109,400	2.553	-	195,109,400	2.024
11	GOB Board Company Limited		-	-	-	500,000,000	1,000,000,000	10.372
12	Thanat Herb Commercial Co.,Ltd		-	-	-	250,000,000	500,000,000	5.186
13	CBD Extra Company Limited		-	-	-	200,000,000	400,000,000	4.149
14	Mr.Oudom		-	-	-	50,000,000	100,000,000	1.037
15	Other		-	4,038,653,762	52.854	-	4,038,653,762	41.890
Total			-	7,641,082,611	100.00	1,000,000,000	9,641,082,611	100.00

Table of comparison of the top 10 shareholders in NUSA before and after the transaction (Information for closing the share registration book on 30 December 2020)

Before enter into transaction (Registered capital 7,641,082,611 Baht)				Before enter into transaction (Registered capital 9,641,082,611 Baht)			
No.	Name of major shareholders	Number of shares	(%)	No.	Name of major shareholders	Number of shares	(%)
1	Kittiissaranon Group			1	Kittiissaranon Group		

Before enter into transaction (Registered capital 7,641,082,611 Baht)				Before enter into transaction (Registered capital 9,641,082,611 Baht)			
No.	Name of major shareholders	Number of shares	(%)	No.	Name of major shareholders	Number of shares	(%)
	Miss Nunthida Kittiissaranon	874,056,700	11.439		Miss Nunthida Kittiissaranon	874,056,700	9.066
	Miss Jenjira Kittiissaranon	466,403,000	6.104		Miss Jenjira Kittiissaranon	466,403,000	4.838
	Mr. Kumthorn Kittiissaranon	221,948,500	2.905		Mr. Kumthorn Kittiissaranon	221,948,500	2.302
	Miss Mayuree Kittiissaranon	6,314,900	0.083		Miss Mayuree Kittiissaranon	6,314,900	0.065
	Miss Wanwisa Kittiissaranon	1,400,000	0.018		Miss Wanwisa Kittiissaranon	1,400,000	0.015
	Mr. Somsak Kittiissaranon	1,119,800	0.015		Mr. Somsak Kittiissaranon	1,119,800	0.012
	Mrs. Rumpai Kittiissaranon	85,000	0.001		Mrs. Rumpai Kittiissaranon	85,000	0.001
	Total	1,571,327,900	20.564		Total	1,571,327,900	16.298
2	Thepcharoen Group			2	Investors Group 1		
	Mr. Visanu Thepcharoen	653,148,738	8.548		GOBA Board Co.,Ltd.	1,000,000,000	10.372
	Mrs. Siriya Thepcharoen	177,995,827	2.329		Mr. Oudom	100,000,000	1.037
	Mr.WongsakornThepcharoen	100,876,252	1.320		Total	1,100,000,000	11.410
	Miss Verawan Thepcharoen	98,090,277	1.284	3	Thepcharoen Group		
	Mr. Sirawit Thepcharoen	30,547,882	0.400		Mr. Visanu Thepcharoen	653,148,738	6.775
	Mrs. Somporn Thepcharoen	14,238,200	0.186		Mrs. Siriya Thepcharoen	177,995,827	1.846
	Mr. Sajjanan Thepcharoen	1,000,000	0.013		Mr.WongsakornThepcharoen	100,876,252	1.046
	Miss Visanee Thepcharoen	33,000	0.000		Miss Verawan Thepcharoen	98,090,277	1.017
	Mr. Sirawat Thepcharoen	2,647	0.000		Mr. Sirawit Thepcharoen	30,547,882	0.317
	Mr. Siwa Thepcharoen	93	0.000		Mrs. Somporn Thepcharoen	14,238,200	0.148
	Total	1,075,932,916	14.081		Mr. Sajjanan Thepcharoen	1,000,000	0.010
3	Sirirat Group				Miss Visanee Thepcharoen	33,000	0.000
	Mr. Wirasak Sirirat	237,214,285	3.104		Mr. Sirawat Thepcharoen	2,647	0.000
	Mr. Wasin Sirirat	214,421,130	2.806		Mr. Siwa Thepcharoen	93	0.000
	Miss Pichayapa Sirirat	202,000	0.003		Total	1,075,932,916	11.160
	Mr.Rattanakorn Sirirat	86,000	0.001	4	Investors Group 2		
	Total	451,923,415	5.914		Thanat Herb Commercial Co.,Ltd.	500,000,000	5.186



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Before enter into transaction (Registered capital 7,641,082,611 Baht)				Before enter into transaction (Registered capital 9,641,082,611 Baht)			
No.	Name of major shareholders	Number of shares	(%)	No.	Name of major shareholders	Number of shares	(%)
4	Hankraiwilai Group				CBD Extra Co.,Ltd	400,000,000	4.149
	Mr. Nakhorn Hankraiwilai	130,000,000	1.701	Total		900,000,000	9.335
	Mr. Surapong Hankraiwilai	108,005,000	1.413	5	Sirirat Group		
	Mrs. Umpai Hankraiwilai	105,000,000	1.374		Mr. Wirasak Sirirat	237,214,285	2.460
	Miss Waraporn Hankraiwilai	18,000,000	0.236		Mr. Wasin Sirirat	214,421,130	2.224
Total			Total		202,000	0.002	
5	Miss Arthika Thorkeaw	275,946,617	3.611	Mr.Rattanakorn Sirirat	86,000	0.001	
6	Rungruengnaowarat Group			Total		451,923,415	4.687
	Mr. Sompong Rungruengnaowarat	195,109,400	2.553	6	Hankraiwilai Group		
	Mr. Baworn Rungruengnaowarat	57,670,105	0.755		Mr. Nakhorn Hankraiwilai	130,000,000	1.348
	Mr. Badin Rungruengnaowarat	2,180,000	0.029		Mr. Surapong Hankraiwilai	108,005,000	1.120
	Miss. Benyapa Rungruengnaowarat	343,200	0.004		Mrs. Umpai Hankraiwilai	105,000,000	1.089
Total			Total		18,000,000	0.187	
7	Sornwaneeyarak Group			Total		361,005,000	3.744
	Miss kamattaya Sornwaneeyarak	246,730,000	3.229	7	Miss Arthika Thorkeaw	275,946,617	2.862
	Mrs. Nhai Sornwaneeyarak	50,000	0.001	8	Rungruengnaowarat Group		
Total			Total		246,780,000	3.230	
8	Hongrattanavijit Group				Mr. Sompong Rungruengnaowarat	195,109,400	2.024
	Mr. Somchai Hongrattanavijit	217,450,479	2.846		Mr. Baworn Rungruengnaowarat	57,670,105	0.598
	Mr. Narongsak Hongrattanavijit	2,710,000	0.035	Mr. Badin Rungruengnaowarat	2,180,000	0.023	
Total			Total		343,200	0.004	
9	Sawastananon Group			Total		255,302,705	2.648
	Mr. Anun Sawastananon	185,101,754	2.422	9	Sornwaneeyarak Group		
	Mr. Pattranit Sawastananon	3,000,000	0.039		Miss kamattaya Sornwaneeyarak	246,730,000	2.559
	Mr. Pradit Sawastananon	700	0		Mrs. Nhai Sornwaneeyarak	50,000	0.001
Total			Total		246,780,000	2.560	
9	Sawastananon Group			10	Hongrattanavijit Group		
Total			Total		188,102,454	2.462	

Before enter into transaction (Registered capital 7,641,082,611 Baht)				Before enter into transaction (Registered capital 9,641,082,611 Baht)			
No.	Name of major shareholders	Number of shares	(%)	No.	Name of major shareholders	Number of shares	(%)
10	Mr. Rawat Prida Ratchata	130,392,093	1.706		Mr. Somchai Hongrattanavijit	217,450,479	2.255
11	Other	2,864,209,032	37.484		Mr. Narongsak Hongrattanavijit	2,710,000	0.028
				Total		220,160,479	2.284
				11	Other	3,182,703,579	33.012

Note: 1. All 4 investors will not take a position or send a person to take a position as a director and / or management of Nusasiri Public Company Limited, who may take a position or send a person to serve as a director and / or management of a subsidiary operate in wellness bussiness only.

2. Since Mr. Oudom was born in Laos and a citizenship of Vanuatu. Therefore, there is no last name and the company has verified an information that it is reliable and matches with documents issued by a government.

In which all 4 investors are not connected persons of the Company According to the announcement of the Stock Exchange of Thailand regarding disclosure of information and operations of registered companies in connected transactions and in accordance with announcement of the Capital Market Supervisory Board No. TorChor. 28/2551 regarding the request for permission and the permission to offer new shares (And as amended) All 4 investors will not take a position or send a person to take a position as a director and / or management of Nusasiri Public Company Limited, who may take a position or send a person to serve as a director and / or management of a subsidiary operate in wellness bussiness only because the offering of the newly issued ordinary shares of the Company to investors, which is considered as an allocation to the specific investors in this time Is the offering of newly issued shares of the Company to specific investors with the resolution of the shareholders' meeting clearly setting the offering price pursuant to the Notification of the Capital Market Supervisory Board No. TorChor. 72/2558 regarding the approval for listed companies to propose Selling newly issued shares to the private placement, in addition to the company having to obtain approval from the shareholders' meeting To offer the newly issued ordinary shares of the company to investors at this time The company must receive approval to offer the newly issued ordinary shares of the company to the specific investors from the Office of the Securities and Exchange Commission in accordance with the announcement Tor Chor. 72/2558 before the offering.

In this regard, when considering the offering price of the newly issued ordinary shares of the company, which will be issued to investors at the offering price of 0.50 baht per share, this time compared to the market price of the company's shares calculated from the weighted average price of the shares of the trading company In the Stock Exchange of Thailand ("Stock Exchange") not less than 7 consecutive business days, but not more than 15 consecutive

business days before the date the Board of Directors No. 2/2021, held on March 11, 2021, (Between February 17 - March 10, 2021) with a price of 0.393 per share. The Board has resolved to propose this agenda to The annual general meeting of shareholders for the year 2021 of the company to consider and approve the issuance of the newly issued ordinary shares to the specific investors. The call for payment of the said additional shares will be paid within 1 year after being approved by the Annual General Meeting of Shareholders for the year 2021. (In this regard, the Company will offer the capital increase ordinary shares to 4 investors that within 3 months prior, after expiration of 3 months, the Board of Directors and / or the person assigned by the Board of Directors consider determining person and a new offering price by being the original 4 private placement or new private placement), which the offering price of capital increase ordinary shares that or new investors. The offering price of the newly issued ordinary shares to specific investors is a discounted price. From the market price Therefore not considered as an offering of newly issued shares at a price lower than the market price as specified in the Notification No. ThorChor. 72/2558

After issue and allocation capital increase ordinary to allotment of the company to investors above. The Investors will holding shares amount of 2,000,000,000 shares Representing approximately 26.17 percent of issued shares and distributed of all, before the registration of increase the paid-up capital for private placement (Now the company has a total number of paid shares. 7,641,082,611 shares), or approximately 20.74 of issued shares and distributed of all, after the registration of increase the paid-up capital for private placement that above.

However, after the expiration of 3 months from the date of the shareholders' meeting approves the offering of newly issued shares and the Company is unable to complete the capital increase. Delegate powers to the Board of Directors and / or the person assigned by the Board of Directors or authorized directors. Have the power to consider Personalize Price and conditions for offering as approved by the shareholders or the market price during the offering period as specified in Clause 8 of the Notification No. Tor Jor. 72/2558 Re: Permission for Listed Companies to Offer for Sale of Newly Issued Shares Private Placement Which must be subject to the rules and regulations and related laws It may include, but is not limited to (1) the allocation of the newly issued ordinary shares on one occasion or occasionally. Offer period Allocation of newly issued ordinary shares Offering price determination (For the allocation of shares under 1), the date for determining the names of existing shareholders who are entitled to subscribe and receive the allocation of newly issued ordinary shares (Record Date), payment of shares, and other conditions and details. (2) Appointment of a financial advisor to negotiate. Make an agreement and sign documents and contracts Related to the allocation of the newly issued ordinary shares Including various actions In connection with the allocation of the said capital increase ordinary shares and Various waiver requests and necessary evidence relating to the allocation and offering of the newly issued ordinary shares Including handling and filing various applications Various waiver requests And necessary evidence that is relevant to the government or relevant agencies and bringing the Company's newly issued ordinary shares Listed on the SET And has the power to take any other action necessary and appropriate with respect to the allocation of the newly issued shares.

2. Name and company information that will be offering and Capital increase ordinary shares allocation divided into 2 groups as follows:

2.1 Group 1

(1) GOBA Board Company Limited

Company name	:	GOBA Board Company Limited
Registered on	:	September 12, 2017
Office location	:	202 Le Concorde Building, 21st Floor, Ratchadapisek Road, Huai Khwang Subdistrict, Huai Khwang District, Bangkok
Registered capital	:	100,000,000 baht
Divided into ordinary shares	:	1,000,000 shares
Brand of value	:	100 baht
Name list of directors	:	1. Ms. Zhao Hu Ling 2. Mr. Oudom 3. Mr. Kittipat Sukhirun Wattanachai
Authorized Director	:	One of the directors is signed and stamp the company
List of shareholders	:	1. Taizi Pattana Group Co., Ltd. Holds 50% of shares 2. Ms. Zhao Hu Ling Holds 49% of shares 3. Ms. Kantima Kantarakornpa Holds 1% of shares The shareholder of Taizi Pattana Group Co., Ltd. has a registered capital of 600 million baht, conducting money lending business or providing credit in various forms. Both are collateral and unsecured. Mr. Oudom is joint director with Mr. Kittipat Sukhiranwattanachai and Mr. Oudom are main shareholders. Holds 49% of shares.
Main business	:	Investment company
Source of funds	:	Company funds and / or loans to individuals and financial institutions
Relationship with the Company, Directors, Executives, Major Shareholders of the Company	:	The shareholders of GOBA Board Co., Ltd., as well as the directors and executives of GOBA Board Co., Ltd., are not related. With the company in a manner that makes it classified as a connected person and is a connected transaction according to the Notification of the Capital Market Supervisory Board No. 21/2551 re: Connected Transactions

(2) Mr. Oudom

nationality	:	Vanuatu
address	:	204 Ratchadapisek Road, Huaykwang, Bangkok

career	:	Business people
Current position	:	Owning a business in E-Commerce and investment in Thailand and abroad more than 100 companies
Source of capital increase	:	Business capital
Relationship with the Company, Directors, Executives, Major Shareholders of the Company	:	There is no connection whatsoever. With the company in a manner that makes it classified as a connected person and is a connected transaction according to the Notification of the Capital Market Supervisory Board No. 21/2551 re: Connected Transactions

2.2 Group 2

(1) Thanat Herb Commercial Company Limited.

Company name	:	Thanat Herb Commercial Company Limited.
Registered on	:	January 12, 2015
Office location	:	9/15 The Palazzo Rama 3-Suksawat, Suksawat Road, Bangmod Subdistrict, Thung Khru District, Bangkok
Registered capital	:	2,000,000 baht
Divided into ordinary shares	:	20,000 shares
Brand of value	:	100 baht
Name list of directors	:	Mr. Thanat Chiewchanaksorn
Authorized Director	:	One of the directors is signed and stamp the company
List of shareholders	:	<ol style="list-style-type: none"> 1. Ms. Panchaya Laobundit Holds 60% of shares 2. Mr. Thanat Chiewchanaksorn Holds 20% of shares 3. Miss Xi Jin Xian Chiewchanaksorn Holds 10% of shares 4. Mr. Wuttipong Utaisri Holds 10% of shares
Main business	:	Manufacture, sale, import, export of pharmaceutical products, chemicals, herbal drugs, nutritional products Cosmetics
Company name	:	Company funds and / or loans to individuals and financial institutions
Relationship with the Company, Directors, Executives, Major Shareholders of the Company	:	The shareholders of Thanat Herb Commercial Co., Ltd., as well as the directors and executives of Thanat Herb Commercial Co., Ltd., are not related. With the company in a manner that makes it classified as a connected person and is a connected transaction according to the Notification of the Capital Market Supervisory Board No. 21/2551 re: Connected Transactions

(2) CBD Extra Company Limited.

Company name	:	CBD Extra Company Limited.
Registered on	:	January 14, 2019
Office location	:	475/ 22 Nonthaburi Road, Tha Sai Subdistrict, Mueang Nonthaburi District, Nonthaburi
Registered capital	:	2,000,000 baht
Divided into ordinary shares	:	20,000 shares
Brand of value	:	100 baht
Name list of directors	:	1. Mr. Thanat Chiewchanaksorn 2. Ms. Panchaya Laobundit
Authorized Director	:	Two directors sign together and stamp the company
List of shareholders	:	1. Ms. Panchaya Laobundit Holds 60% of shares 2. Mr. Thanat Chiewchanaksorn Holds 39% of shares 3. Mr. Kanasuan Sripet Holds 1% of shares
Main business	:	Produce and produce extracts from all kinds of herbs.
Company name	:	Company funds and / or loans to individuals and financial institutions
Relationship with the Company, Directors, Executives, Major Shareholders of the Company	:	The shareholders of CBD Extra Co., Ltd., as well as the directors and executives of CBD Extra Co., Ltd., are not related. With the company in a manner that makes it classified as a connected person and is a connected transaction according to the Notification of the Capital Market Supervisory Board No. 21/2551 re: Connected Transactions

All 4 individuals and juristic persons are divide into 2 groups, namely, the no. 2.1 (1) and the no. 2.1 (2) are one group. Mr. Oudom is a director of GOBA Board Co., Ltd. Foreign trade this capital increase will help support the Company's overseas markets and investment in the health business by negotiating with medical knowledgeable partners in foreign countries to find a way to do business together. Including introducing and recruiting health care customers from abroad to use, the Company's business services both domestically and internationally.

For cases, 2.2 (1) and 2.2 (2) are the same group with Mr. Thanat Chiewchanaksorn being a director and a major shareholder operates the business of manufacturing and distributing pharmaceuticals, chemicals, drugs and herbs. Such capital increase will support the Company. In terms of health products and jointly produce herbs (cannabis (CBD)) for medical use with the Group, the Company has cooperated with this group of shareholders. Together with community enterprises and social enterprises as a partner to create the My Ozone project Khao Yai of the Company to be a comprehensive health marijuana city By using cannabis cultivation technology to promote the medical industry Food industry Beverage and drug, food supplement, and establish a legal product production and processing unit for the company. Initially, the company there is a

business plan to grow and produce cannabis-derived products in the My Ozone Khao Yai Project, Nakhon Ratchasima Province, on an area of approximately 100 rai, with the details as follows:

Project	Producing and processing marijuana
Address	My Ozone Khao Yai Project, Nakhon Ratchasima Province
Area	About 100 rai
Estimate assumptions	
Grow a cannabis (CBD)	1,200 trees per rai
Number of planting cycles per year	2 Times
Source of income	<ul style="list-style-type: none"> - Fresh cannabis (CBD) flower bouquets are dried and extracted into Isolate CO2 and 100% CBD oil for sale. - Bring the stems, leaves, dried kanya or sell fresh - Processed into food products for sale, such as tea, coffee, snacks, etc.
Investment and financial returns	
Investment budget	1,450 million baht divided into land cost 1,150 million baht and building and machinery equipment 300 million baht.
Break Even	1 year 7 months
Net profit (total 5 years)	8,500 million baht
NPV (total 5 years)	5,600 million baht
IRR (total 5 years)	110%

Note: Business plan on the implementation of cannabis cultivation and cannabis-derived products under My Ozone Khao Yai Project, Nakhon Ratchasima Province. Is a different project with the establishment of a joint venture company "CSR Nusa Company Limited"

However, if the capital increase plan is not successful The Company will cancel the business plan in this section. This will not cause any damage to the company. Since the company uses the existing land to invest. The said land will be use to continue the real estate development business or maybe it will joint venture with this group of businesspersons under a different form of marijuana license. The two groups of investors are not relate in any way.

Which at present the company there has been a joint venture with both groups of investors as mentioned above. In this regard, a joint venture company was establishe under the name of CSR Nusa Company Limited with the objective of conducting business related to breeding / seed business. To grow, research, various medicinal plants including hemp that is permitte by law. Including the import, export and distribution before and after it can be processe into food products or products, beverages, medical medicine. And medicine with a registered capital of 5,000,000 baht, divided into 50,000 ordinary shares with a par value of 100.00 baht

Shareholding Structure in Joint Venture Companies

Registered capital Shareholders	5,000,000 Baht			
	Value per share (baht)	Value (baht)	Number of shares	%
Nusasiri Public Company Limited	100	2,205,000	22,050	44.10
Mr. Thanat Chiewchanaksorn	100	1,375,000	13,750	27.50
Mr.Oudom	100	1,375,000	13,750	27.50
Mr.Visanu Thepcharoen	100	22,500	225	0.45
Mrs.Siriya Thepcharoen	100	22,500	225	0.45
Total		5,000,000	50,000	100.0000

Details of assets to be acquired

Company name	CSR Nusa Company Limited
Assets acquired	22,050 ordinary shares at a price of 2,205,000 baht
Registered capital	5,000,000 baht
Paid-up Capital	5,000,000 baht
Nature of business	Operating a seed/seed business to grow, research, various medicinal plants. This includes hemp that allowed as required by law, including import, export and distribution to sales before and after being transform into a product or food products, beverages, medical medicine and medicine.
Director structure	1. Mr.Thanat Cheawchanaksorn 2. Mr.Oudom 3. Mr.Visanu Thepcharoen 4. Mrs.Siriya Thepcharoen
Authorized Directors	1. Mr.Thanat Cheawchanaksorn 2. Mr.Visanu Thepcharoen 3. Mrs.Siriya Thepcharoen
Power of control	Mr.Thanat Cheawchanaksorn Signed together with Mr.Visanu Thepcharoen or Mrs.Siriya Thepcharoen together as two people and company's seal

Value of Assets Acquired

NUSA will invest in 22,050 ordinary shares of CSR NUSA at a par value of 100 baht per share, totaling 2,205,000 baht, representing 44 percent of registered capital.

Benefits expected from the joint investment

NUSA venture with independent investors to establish CSR Nusa Company Limited was instrumental in assisting in a research, manufacture, sale, import and export of various medicinal plants, including the licensed hemp. And able to sell food products or produce, beverages, medical medicine and medicine

1.2 Allocating capital increase ordinary shares not exceed 1,910,270,652 shares with a par value of 1 baht per share to accommodate the exercise of Warrants to purchase ordinary shares of the Company Series - 4 (“NUSA-W4”) that the Company will issue to existing shareholders. According to shareholding proportion. Before issuance and offering of capital increase issued ordinary shares to Private Placement according to Clause 1.1 (the amount not exceeding 7,641,082,611 shares)

In this regard, empowers the Board of Directors and / or the person assigned by the Board of Directors or authorized directors. Has the power to act as follows: (1) define or modify details Other methods and conditions Related to the issuance and offering of warrants, as appropriate This includes, but is not limited to, terms and conditions of the Warrants. Issue Date of Warrant Determination of the date on which the shareholders are allocated the warrants Number of ordinary shares reserved for the exercise of warrants Period of exercise or the determination of events that the company Must issue new shares to accommodate the exercise of warrants, and (2) negotiate, agree, sign and amend contracts, sales reports, information disclosure Request for exemptions to perform duties, reports on various requests for permission and necessary evidence relating to the issuance and offering of warrants Including contact Submitting documents To request for permission, including other relevant documents, proceedings, contacts and / or any other action with the Securities and Exchange Commission stock market of Thailand Government agencies and / or agencies involved in the issuance and offering of warrants And listing the warrants in the Stock Exchange of Thailand Listing of newly issued ordinary shares from exercising conversion rights to be listed on the SET And to have the power to take any other actions necessary And is appropriate to perform as stated above.

1.3 Allocation of not more than 500,000,000 newly issued ordinary shares with a par value of 1 baht per share to accommodate the exercise of the warrants to purchase the Company's ordinary shares (“NUSA-WC”) to be issued to Private Placement to purchase the Company's capital increase ordinary shares at a ratio of 4 existing ordinary shares per 1 unit of warrant at the exercise price of the warrant at Baht 1.00 per share.

The limited shareholders who have been allocated new shares will be allocated warrants. When paying for the newly-issued ordinary shares within 30 days from the date that the Securities and Exchange Commission (“SEC”) authorizes the offering of the newly-issued ordinary shares to Private Placement. According to the share payment ratio. And if investors pay for capital increase ordinary shares after 30 days from a date that the SEC authorizes the Company, the Board of Directors and / or the person assigned by the Board of Directors. To consider the allocation of warrants to purchase the Company's ordinary shares (“NUSA-WC”) to a specific investors who purchase the Company's newly issued ordinary shares as appropriate.

In this regard, in the case of the remaining warrants to purchase ordinary shares of the Company (NUSA-WA) from the allocation under the above paragraph the offering price is determined in accordance with the announcement of the Capital Market Supervisory Board. No. Torchor 72/2558 Subject: Permission for Listed Companies to offer capital increase shares to private placement, Authorize the directors the Board of Directors and / or the person assigned by the Board of Directors or authorized directors. Has the power to act as follows: (1) define or modify details Other methods and conditions Related to the issuance and offering of warrants, as appropriate This includes, but is not limited to, terms and conditions of the Warrants. Issue Date of Warrant Determination of the date on which the shareholders are allocated the warrants Number of ordinary shares reserved for the exercise of warrants Period of exercise or the determination of events that the company Must issue new shares to accommodate the exercise of warrants, and (2) negotiate, agree, sign and amend contracts, sales reports, information disclosure Request for exemptions to perform duties, reports on various requests for permission and necessary evidence relating to the issuance and offering of warrants Including contact Submitting documents to request for permission, including other relevant documents, proceedings, contacts and /or any other action with the Securities and Exchange Commission stock market of Thailand Government agencies and / or agencies involved in the issuance and offering of warrants And listing the warrants in the Stock Exchange of Thailand Listing of newly issued ordinary shares from exercising conversion rights to be listed on the SET And to have the power to take any other actions necessary And is appropriate to perform as stated above.

In this regard, the issuance and offering of the newly issued ordinary shares to Private Placement, issuance of warrants to purchase the Company's ordinary shares Series - 4 (" NUSA-W4 "), which the Company will issue to the existing shareholders in accordance with Shareholding Proportion and the issuance of warrants to purchase the Company's ordinary shares (" NUSA-WC ") that the Company will issue to the private placement purchasing the Company's newly issued ordinary shares. There are still uncertainties until it receives approval from the 2021 Annual General Meeting of Shareholders.

3. Criteria for the allocation of capital increase ordinary shares to Private Placement

The Company considers the criteria for the allocation of shares to specific persons. By considering investors with Capital potential, which can be natural persons and / or domestic institutional investors, investors and / or foreign funds with capital potential, are experienced and able to immediately consider making investment decisions with the Company. In the long run to maximize the benefits of the company This will help the company Have better financial liquidity and help to gain wealth However, such investor is not a connected person with the Company. According to the announcement of the Capital Market Supervisory Board regarding related transactions.

4. Objectives of the capital increase and the use of additional capital

As the Company has a tendency to expand its business in health and technology related to new medical innovations, it is necessary to procure sources of funds, the Company has therefore issued the said capital increase to increase liquidity and

working capital in the business of the company and subsidiaries Including helping to enhance the company Has a stronger capital base To create a readiness for future investment and to reduce the cost of debt, the company also brings investors' potential to support and promote the company's marketing plan for health and technology business on medical innovation. The amount received from this capital increase is PP capital increase of 1,000,000,000 baht, capital increase by exercising the warrants to purchase ordinary shares of the Company Series - 4 ("NUSA-W4") that the Company will issue. To existing shareholders in proportion to their shareholding in the amount of 1,910,270,652 baht and capital increase by exercising the warrants to purchase ordinary shares of the Company ("NUSA-WC") that the Company will issue Acquired ordinary shares of the Company in the amount of 500,000,000 baht, the Company plans to use the capital increase as follows:5. Objectives of the capital increase and the use of additional funds

Details of the use of capital increase (In case of exercising the full amount of the warrants to purchase the Company's ordinary shares)

Time	Details	Amount (million baht)
Within 2021 - 2023	As working capital	500.00
Within 2021 - 2023	Develop real estate, health and medical technology businesses	1,000.00
Within 2021 - 2023	To reduce the cost of debt burden	1,910.27
Total use of capital increase		3,410.27

5. Impact on existing shareholders from the issuance and offering of the newly issued ordinary shares to the specific investors together with the warrants to the existing shareholders and private placement

Because the company issuance and allocation of (1) the capital increase ordinary shares to Private Placement (PP) (2) the warrants allocated to existing shareholders (3) the warrants allocated to the specific investors Therefore, in considering the impact on the shareholders of the Company. Will consider various cases divided into 4 cases as follows

Case 1) Issuance and allocation of the newly issued ordinary shares of the Company to a Private Placement (PP) only one item

Case 2) Issuing and allocation of newly issued ordinary shares to Private Placement (PP) and exercising the warrants to purchase ordinary shares of the Company to existing shareholders Series - 4 ("NUSA-W4") by persons other than Existing shareholders exercise NUSA-W4 warrants

Case 3) Issuing and allocation of newly issued ordinary shares to Private Placement (PP) and exercising the warrants to purchase the Company's ordinary shares to a new private placement ("NUSA-WC")

Case 4) Issuance and allocation of capital increase ordinary shares to specific Private Placement (PP) exercising the warrants to purchase the Company's ordinary shares to hold the existing shares Series - 4 ("NUSA-W4") by other persons who are not existing shareholders exercise their rights under the warrants ("NUSA-W4") and exercise the warrants to purchase the Company's ordinary shares to a new specific investor ("NUSA-WC")

(1) Impact on the control dilution

Case 1) Issuance and allocation of the newly issued ordinary shares of the Company to a new specific investor (PP) only one item

Control Dilution = Number of PP capital increase shares / (Paid-up shares + Number of PP capital increase shares)

$$= 2,000,000,000 / (7,641,082,611 + 2,000,000,000)$$

$$= 20.74\%$$

After the issuance and allocation of the newly issued ordinary shares of the Company to private placement (PP), the existing shareholders will be affected by the reduction of Shareholding proportion (Control Dilution) equal to 20.74%

Case 2) Issuing and allocation of newly issued ordinary shares to private placement (PP) and exercising the warrants to purchase ordinary shares of the Company to existing shareholders (“NUSA-W4”) by persons other than Existing shareholders exercise NUSA-W4 warrants

Control Dilution = (Number of PP capital increase shares + Number of underlying shares for NUSA-W4) / (Number of paid-up shares + number of PP capital increase shares + number of underlying shares for NUSA-W4)

$$= (2,000,000,000 + 1,910,270,652) / (7,641,082,611 + 2,000,000,000 + 1,910,270,652)$$

$$= 33.85\%$$

After the issuance and allocation of the newly issued ordinary shares to Private Placement (PP) and the exercise of the NUSA-W4 warrants, the existing shareholders will be affected by the reduction of Shareholding proportion (Control Dilution) equal to 33.85%

Case 3) Issuance and allocation of the newly issued ordinary shares to Private Placement (PP) and the exercise of the warrants to purchase the Company's ordinary shares to Private Placement (“NUSA-WC”)

Control Dilution = Control Dilution = (Number of PP capital increase shares + Number of underlying shares NUSA-WC) / (Paid-up shares + Number of PP capital increase shares + Number of underlying shares NUSA-WC)

$$= (2,000,000,000 + 500,000,000) / (7,641,082,611 + 2,000,000,000 + 500,000,000)$$

$$= 24.65\%$$

After the issuance and allocation of the newly issued ordinary shares to the specific investors (PP) and the exercise of the (“NUSA-WC”) warrants, the existing shareholders will be affected by the reduction of Shareholding proportion (Control Dilution) equal to 24.65%

Case 4) Issuance and allocation of newly issued ordinary shares to Private Placement (PP), exercise the warrants to purchase ordinary shares of the Company to existing shares (“NUSA-W4”) by other persons who are not

existing shareholders exercise their rights under the warrants (“NUSA-W4”) and exercise the warrants. Right to purchase the Company's ordinary shares to a (“NUSA-WC”)

$$\begin{aligned} \text{Control Dilution} &= (\text{Number of PP capital increase shares} + \text{Number of underlying shares for NUSA-W4}) + \\ &\text{Number of underlying shares for NUSA-WC} / (\text{number of paid-up shares} + \text{number of PP capital increase shares} + \\ &\text{Number of underlying shares for NUSA-W4} + \text{Number of underlying shares for NUSA-WC}) \\ &= (2,000,000,000 + 1,910,270,652 + 500,000,000) / (7,641,082,611 + 2,000,000,000 + 1,910,270,652 + \\ &500,000,000) \\ &= 36.60\% \end{aligned}$$

After the issuance and allocation of the newly issued ordinary shares to the Private Placement (PP) and the exercise of the (“NUSA-WC”) warrants, existing shareholders will be affected by the reduction of Shareholding proportion (Control Dilution) equal to 36.60%

(2) Impact on Price Dilution

Price Dilution = (Market price before offering - Market price after offering) / Market price before offering

Case 1) Issuance and allocation of capital increase ordinary shares of the Company to a new Private Placement (PP) only one item

Pre-Offering Market Price = Weighted Average Market Price of Shares for the past 15 consecutive business days prior to the Board of Directors Meeting No. 2/2021 on March 11, 2021, which resolved to consider and approve the issuance and allocation of capital increase ordinary shares of the Company to new specific investors (PP) (between February 17 - March 10, 2021) equal to 0.393 baht per share (calculated from the par value of 1 baht per share)

Market price after offering = ((Market price x number of paid-up shares) + (price Offering ordinary shares to PP x number of shares offered to PP)) / (number of paid-up shares + number of capital increase shares offering to PP)

$$\begin{aligned} &= ((0.393 \times 7,641,082,611) + (0.50 \times 2,000,000,000)) / (7,641,082,611 + 2,000,000,000) \\ &= 0.415 \text{ baht per share} \end{aligned}$$

Therefore,

$$\text{Price Dilution} = (0.393 - 0.415) / 0.393$$

= -5.65% which has no effect on the price in any way

Case 2) Issuing and allocation of newly issued ordinary shares to specific investors (PP) and exercising the warrants to purchase ordinary shares of the Company to existing shareholders (“NUSA-W4”) by persons other than existing shareholders exercise NUSA-W4 warrants

Market price after offering = ((Market price x number of paid shares) + (Offering Price ordinary shares to PP x Number of shares offered to PP) + (Exercise price of conversion rights NUSA-W4 x Number of convertible shares NUSA-W4)) / (paid-up shares + Number of shares to increase capital offered to PP + Number of underlying shares NUSA-W4 on this issued)

$$= ((0.393 \times 7,641,082,611) + (0.50 \times 2,000,000,000) + (1.00 \times 1,910,270,652)) / (7,641,082,611 + 2,000,000,000 + 1,910,270,652)$$

$$= 0.512 \text{ baht per share}$$

Therefore,

$$\text{Price Dilution} = (0.393 - 0.512) / 0.393$$

$$= -30.26\%, \text{ which has no price impact whatsoever}$$

Case 3) Issuance and allocation of the newly issued ordinary shares to the specific investors (PP) and the exercise of the warrants to purchase the Company's ordinary shares to the new private placement ("NUSA-WC")

Market price after offering = ((Market price x number of paid-up shares) + (offering price of ordinary shares to PP x number of shares offered to PP) + (exercise price of conversion rights NUSA-WC x Number of shares for conversion NUSA-WC)) / (Number of Paid-up shares + Number of capital increase shares offered to PP + Number of underlying shares for NUSA-WC on this issued)

$$= ((0.393 \times 7,641,082,611) + (0.50 \times 2,000,000,000) + (1.00 \times 500,000,000)) / (7,641,082,611 + 2,000,000,000 + 500,000,000)$$

$$= 0.444 \text{ baht per share}$$

Therefore,

$$\text{Price Dilution} = (0.393 - 0.444) / 0.393$$

$$= -12.98\%, \text{ which has no price impact whatsoever}$$

Case 4) Issuance and allocation of newly issued ordinary shares to specific investors (PP), exercise the warrants to purchase ordinary shares of the Company to existing shares ("NUSA-W4") by other persons who are not existing shareholders exercise their rights under the warrants ("NUSA-W4") and exercise the warrants. Right to purchase the Company's ordinary shares to a new specific investor ("NUSA-WC")

Market price after offering = ((Market price x number of paid shares) + (offering shares of ordinary shares to PP x number of shares offered to PP) + (exercise price of conversion rights convertible NUSA-WC x Number of shares supported for conversion NUSA-WC)) / Number of paid-up shares + Number of capital increase shares offered to PP + Number of underlying shares for NUSA W-4 on this issued + Number of underlying shares for NUSA-WC on this issued)

$$= ((0.393 \times 7,641,082,611) + (0.50 \times 2,000,000,000) + (1.00 \times 1,910,270,652) + (1.00 * 500,000,000)) / (7,641,082,611 + 2,000,000,000 + 1,910,270,652 + 500,000,000)$$

$$= 0.532 \text{ baht per share}$$

Therefore,

$$\text{Price Dilution} = (0.393 - 0.532) / 0.393$$

$$= -35.41\%, \text{ which has no effect on the price in any way}$$

(3) Earnings Dilution

The company has no operating profit. Therefore still unable to calculate

6. Opinion of the Board of Directors on the capital increase or the allocation of the newly issued shares to the specific investors together with the warrants to the existing shareholders and the specific investors.

6.1 Rationale and necessity for capital increase

Board of Directors It is of the opinion that the Company has to proceed to increase the registered capital and allocate the newly issued ordinary shares to private placement (PP) who are not connected persons with the Company. Receiving the allocation of shares must be in accordance with the criteria for the allocation of newly issued ordinary shares to the specific investors. As defined in Title 2. Above

The allocation of the newly issued ordinary shares of the Company together with warrants to purchase the Company's ordinary shares at this time has the objective of raising funds. To strengthen the financial strength in the long term and find investors to support the company in expanding new business including adding liquidity Working capital and reduce the cost of debt burden with the current coronavirus outbreak (COVID-19), the company has liquidity and working capital problems. The Board therefore saw the need for this capital Increase. Due to the fundraising by offering the newly issued ordinary shares to private placement with direct capital potential, the Company will receive the required amount of funds and be able to raise funds in a short time and the warrants to buy the Company's ordinary shares to the existing shareholders in return to the shareholders in burden of the Company in a loss and did not pay dividends over the past several years.

6.2 Possibility of the capital increase plan derived from the share offering

The company expects to issue and offer shares to specific investors. Coupled with the warrants to purchase the Company's ordinary shares. In addition, the proceeds received from the said capital increase share offering will be completed within July 2021, whereby the Company will use the proceeds received from the capital increase in accordance with the proceeds plan. Set out in Section 4. Above

6.3 Justification of the capital increase plans to use the proceeds from offering shares and the projects to be implemented. Including the adequacy of funding sources

The Board of Directors is of the opinion that Issuance and offering of capital increase ordinary shares to specific investors Along with the issuance and offering of warrants to purchase the Company's ordinary shares. It is part of the Company's capital restructuring. This will bring the capital to pay off the debt with the cost and used as working capital. Including the expansion of the health business related to innovation and modern technology. Which requires a relatively high amount of capital. Which if the company. There is a source of funds from capital increase received from this offering of capital increase shares will make the company. The Company has sufficient funds for the Company's future investment expansion plans. The company will be able to use the money for its intended purpose. Which makes the company have a lower debt burden. As a result, a debt to equity ratio has decreased, as

well as increasing the liquidity and working capital of the company. Including the financial status of the company stronger This will result in benefits to the company. And long-term shareholders

6.4 Eliminate the impact that may occur on the business operation of the Company As well as financial status and results of operations of the Company Due to the capital increase and implementation of the fund or project plans

The Board of Directors, There is an opinion that the money that the company Received from the capital increase will help strengthen the financial strength and capital structure of the company and help reduce the cost of debt burden. Including interest paid to the company. In the future, the capital increase principle is completed. As a result, a debt to equity ratio (D / E Ratio) decreased from 1.15 to 1 to 0.68: 1 (in case of exercising the warrants to purchase the Company's ordinary shares in full), thus helping Reduce a risk of the Company's financial structure.

6.5 Appropriateness of the offering price to the specific investors Background of the offering price determination Rationale and necessity for offering the newly issued shares to the specific investors.

The Board of Directors the Board of Directors considered and opined that the offering price of the newly issued ordinary shares to the individual in conjunction with the issuance and offering of warrants to purchase the Company's ordinary shares. Is suitable and can be trusted Due to the offering price of shares per specific investors and the exercise price to purchase the Company's ordinary shares The price is determined according to the market conditions at the best price during the offering of shares to investors. According to the Notification of the Capital Market Supervisory Board No. Tor Chor. 72/2558 regarding the permission of listed companies to offer new shares to specific investors. By determining the offering price of shares under the conditions determining the offering price at the best price according to market conditions during the offering period to investors, that is, The price is not lower than weighted average price of shares in the Stock Exchange for a past of 15 consecutive days prior to the Board of Directors Meeting No. 2/2564 held on March 11, 2021, which resolved to consider and approve the issuance and allocation of shares. The ordinary share capital increase of the Company to new private placement (PP) (between February 17 - March 10, 2021) equal to 0.393 baht per share. Considered a reasons and necessity of the capital increase. And the benefits that the company and shareholders will receive. Therefore, it is of the opinion that all 4 investors have personal qualifications that have been audited and verified as reliable individuals and entities. It has financial stability and the Company will benefit from supporting a business of such investors as well. And can set the target group of investors that the company wants, whether they are investors with capital potential. Have experience or expertise in the business that can empower the company and able to set the exact amount immediately following the business operation which will make the most of both operating results and operations for the company and shareholders as well.

7. Certification of the Board of Directors on the capital increase

The Board of Directors Considered and verified information of all 4 investors, including project information. As the management has presented with careful, carefulness and considering a suitability in terms of financial potential,

experience, therefore, it is of the opinion that such person is a potential investor. This will enhance liquidity and support the business of the company. Currently and in the future, for maximize the benefits of the company and shareholders there are reasons and guidelines for considering, selecting and examining the potential investors. By using, the criteria for considering the allocation of capital increase shares and focus on potential investors both financially or the experienced, have expertise in business that can promote the business potential of the company including support and build confidence in business of the company.

In the event that the Company's directors Failure to perform duties in accordance with the law, objectives and the Company's Articles of Association, as well as the resolutions of the shareholders' meeting, with honesty and carefulness to protect the interests of the Company. In matters relating to capital increase, by performing or omitting any act which fails to perform such duties and cause damage to the Company, the Company can claim compensation from that director. But if the company Not making such claims Shareholders holding not less than 5% of the total issued shares Will notify the company Actionable and if the company Not proceeding as the shareholder informed Such Shareholder in addition, if any action or omission of the director Which does not perform duties in accordance with the law, objectives and regulations of the company as well as resolutions of the shareholders' meeting with honesty and care to protect the interests of the company. In matters relating to the capital increase, it causes the directors, executives or related persons to have wrongful benefits. The Company may sue the directors to be responsible for the return of such benefits to the Company or the shareholders who hold shares and have voting rights in aggregate not less than 5% of the total voting rights. All voices of the company Will notify the company Can do so Which if the company Failed to act as the shareholder notified within 1 month from the date of notification Such shareholders can exercise their right to sue the benefits from such directors on behalf of the Company in accordance with Section 89/18 of the Securities and Exchange Act B.E. 2535 (including any amendments).

The company certifies that information contained in this report is true and complete in all respects.

signature.......... authorized director to sign on behalf of the company

(Mr. Visanu Thepcharoen)

Vice Chairman of the Board

signature.......... authorized director to sign on behalf of the company

(Mr. Sompjitt Chaichanajarak)

Director of the Board