

(F53-4)

**Capital Increase Report Form**  
**Siam Future Development Public Company Limited**  
**13 February 2014**

We, Siam Future Development Public Company Limited would like to report the resolution of Board of Director no. 1/2014, held on February 12<sup>nd</sup>, 2014 at 3:00 – 5:00 p.m. in respect of a capital decrease/increase/share allotment as follows:

**1. Capital Decrease:**

The meeting of the board of directors passed a resolution approving the decrease of a registered capital of the Company from Baht 1,316,105,475 to Baht 1,316,020,126 by eliminating the registered ordinary shares remaining from the previous allocation of ordinary shares for supporting the stock dividend in totaling of 85,349 shares with a par value of Baht 1 each.

**2. Capital Increase:**

The meeting of the board of directors passed a resolution approving the increase of a registered capital of the Company from Baht 1,316,020,126 to Baht 1,480,522,641 by issuance of 164,502,515 ordinary shares with a par value of Baht 1 each, totaling Baht 164,502,515.

**3. Allotment of new shares:**

The meeting of the board of directors passed a resolution approving the allotment of 164,502,515 ordinary shares with a par value of Baht 1 each, totaling Baht 164,502,515, the details of which are as follows:

**3.1 Details of Allotment**

Allotted to	Number (Shares)	Ratio (Old:New)	Sale price per share (Baht)	Subscription and payment period	Note
Existing shareholders	Not exceed 164,502,515	8:1	0	To reserve for the stock dividend	Stock dividend

**3.2 The Company's plan in case where there is a fraction of shares remaining**

In case that any shareholder hold the indivisible share remaining after such allocation, the dividend shall be paid by cash at Baht 0.125 per share.

**3.3 The remaining shares from the allotment.**

-None-

**4. Schedule for shareholders meeting to approve the capital increase/decrease allotment**

The Y2014 Annual General Meeting of shareholders is scheduled to be held on Tuesday, March 25<sup>th</sup>, 2014 at 3:00 p.m. at Esplanade Cineplex, theatre 4, 3<sup>rd</sup> floor of Esplanade shopping center, Ratchadapisek road, Bangkok. The Record Date for the right to attend the meeting is confirmed to be on February 26<sup>th</sup>, 2014 and the names of eligible shareholders as stipulated in the Securities and Exchange Act, Section 225, by closing the share registration book on February 27<sup>st</sup>, 2014.

**5. Approval of the capital increase/decrease share allotment by relevant governmental agency and conditions thereto (if any)**

-None-

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

To provide shareholders return in form of share dividend by issuing stock dividend instead of paying cash dividend.

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

7.1 To increase the Company's stock liquidity

7.2 To retain the working capital for Company's operation

**8. Benefits which the shareholders will receive from the capital increase/share allotment:**

8.1 Dividend policy

Not less than 40% of Net Profit after tax of the Company Financial Statements after deducting deficits (if any) and sufficient working capital for business expansion. The dividend payment will not affect normal business of the company.

8.2 The shareholder who will be allotted the stock dividend are entitled to receive dividend as same as the existing shareholders.

8.3 Others

-None-

**9 Other details necessary for shareholders to approve the capital increase/share allotment**

-None-

**10 Schedule of action where the board of directors of the Company passes a resolution approving the capital increase or allotment of new shares**

	Date
The Board of Directors' Meeting	12 February 2014
The Record Date for the right to attend the meeting (Record Date)	26 February 2014
The close of the share register for determining the right to attend the meeting	27 February 2014
Y2012 Annual General Meeting of Shareholders	25 March 2014

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

Signed

Authorized director

(Mr. Somnuk Pojkasemsin)

President