

ADAMAS

SET No. 13/2018

February 21 , 2018

Subject: Notification on Receipt of the Amendments to Tender Offer Form (Form 247-4) No. 4

To: President
The Stock Exchange of Thailand

Adamas Incorporation Public Company Limited (the "Company") would like to inform you that today (February 21, 2018) the Company has received the Amendments to Tender Offer Form for Securities of the Company (Form 247-4) No. 4 from Mr. Kriangkrai Siravanichkan, as the Tender Offeror, detailed as per the attachment.

Please be informed accordingly

Yours Sincerely,

Adamas Incorporation Public Company Limited



(Mr. Monchai Orawongpaisan)

Director

21 February 2018

Subject : Disclosure of Additional Information on the Tender Offer for the Securities of Adamas Incorporation Public Company Limited No. 4

To : Secretary General, The Office of The Securities and Exchange Commission (the "SEC")
President, The Stock Exchange of Thailand (the "SET")
Board of Directors of Adamas Incorporation Public Company Limited
Securities Holders of Adamas Incorporation Public Company Limited

Reference : (1) Tender Offer for the Securities of Adamas Incorporation Public Company Limited (Form 247-4) dated 24 January 2018 (2) Disclosure of Additional Information on the Tender Offer for the Securities of Adamas Incorporation Public Company Limited dated 6 February 2018 (3) Disclosure of Additional Information on the Tender Offer for the Securities of Adamas Incorporation Public Company Limited No. 2 dated 12 February 2018 and (4) Disclosure of Additional Information on the Tender Offer for the Securities of Adamas Incorporation Public Company Limited No. 3 dated 16 February 2018

As Mr. Kriangkrai Siravanichkan (the "Tender Offeror") has submitted the Tender Offer for the Securities Adamas Incorporation Public Company Limited ("ADAM" or the "Company") on 24 January 2018, Disclosure of Additional Information on the Tender Offer for the Securities of Adamas Incorporation Public Company Limited on 6 February 2018, Disclosure of Additional Information on the Tender Offer for the Securities of Adamas Incorporation Public Company Limited No. 2 dated 12 February 2018 and Disclosure of Additional Information on the Tender Offer for the Securities of Adamas Incorporation Public Company Limited No. 3 dated 16 February 2018 for which Capital Link Advisory Limited acts as a tender offer preparer for this matter (the "Tender Offer Preparer"). The Tender Offeror and the Tender Offer Preparer would like to disclose the following additional information with regard to the Tender Offer of the Company as follows:

1. Part 3 Page 6 Clause 1.5.2 Member of the Board of Directors after tender offer

Original

1.5.2 Member of the Board of Directors after the Tender Offer

The Offeror will propose himself to be a director of the Company. In case the Offeror can acquire more than 50% of issued and paid-up share capital during or after the Tender Offer, the Offeror will propose another 6 directors to replace the 5 current directors and a vacant position. The proposing directors is on the nomination process

Once the Offeror acquires more than 50% of issued and paid-up share capital of the Company, the Offeror shall inform the Board of Directors regarding notification on the success of the Tender Offer and nominate new directors within the Annual General Meeting of Shareholders for the year 2018 and the Offeror has no plans to decrease or increase the number of directors.

In case the Offeror acquires less than 50% of issued and paid-up share capital of the Company, the Offeror shall nominate the director in proportion to the shareholding.

At present, certain shareholders accept the Tender Offer, as a result, the Offeror acquires more than 50 per cent of total issued shares of the Company and has the control since the securities holders accepted the Tender Offer and have forfeited the right to revoke intension to sell. Thus, the Offeror proposed 2 directors (No. 1 and No. 3). The list of the Board of Directors of the Company shall be represented as follow.

No.	Name – Last name	Position
1	Mr. Kriangkrai Siravanichkan	Chairman of the Board of Directors
2	Mr. Monchai Orawongpaisan	Company Director
3	Mr. Titiwat Kuvijitsuwan	Company Director
4	Miss Pattanan Apirayothin	Director and Chief Executive Officer (Acting)
5	Gen. Tiwaporn Chanapanao	Independent Director
6	Mr. Sarawuthi Bhumithaworn	Independent Director
7	Mr. Thawach Chittranon	Independent Director

Information as of 9 February 2018 Director No. 1 – No. 3 are the authorized signatory on behalf of the Company which sign to bind the company by 2 of 3 directors and affixed with the Company's seal.

After the completion of the Tender Offer, the Offeror will propose directors to replace remaining directors who have not been nominated by the Offeror. And the proposing directors are on the nomination process.

Regarding the Management, there shall be changes in Chief Executive Officer and certain management positions aligned with the Offeror's plan.

Amendment

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Information as of 9 February 2018 Director [No. 1 – No. 2](#) are the authorized signatory on behalf of the Company which sign to bind the company by [both Directors together](#) and affixed with the Company's seal.

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Regarding the Management, there shall be changes in Chief Executive Officer and certain management positions aligned with the Offeror's plan.

Please be informed and please consider accordingly.

Yours sincerely,

- Mr. Kriangkrai Siravanichkan -

(Mr. Kriangkrai Siravanichkan)

The Tender Offeror

- Mr. Kriangkrai Siravanichkan -

(Mr. Kriangkrai Siravanichkan)

Authorized Director

- Mr. Dhitiwat Supanpong -

(Mr. Dhitiwat Supanpong)

Authorized Director

Capital Link Advisory Limited

The Tender Offer Preparer