



**Notification of the Allocation of Newly Issued Ordinary Shares
in Combination with the Warrants to Purchase the Ordinary
Shares of
Lease IT Public Company Limited**

Subscription period for Newly Issued Ordinary Shares between January, 13-14 and 17-19, 2021.
December 27, 2021 is set to be the date to determine shareholders who are entitled to be subscribed
for the Newly Issued Ordinary Shares (Record Date)

Important Disclaimers

This notification of allocation is not an offer to sell or a solicitation to subscribe or purchase securities of a company in any other country

Lease IT Public Company Limited (the “**Company**”) is a listed company on the Market for Alternative Investment (mai). This offering of the newly issued ordinary shares of Lease IT Public Company Limited to the existing shareholders of the Company in proportion to their respective shareholdings is an offering of securities in Thailand pursuant to Section 33 of the Securities and Exchange Act B.E. 2535 (as amended). However, the Company reserves the right to not offer or allocate the newly issued ordinary shares in this offering to any shareholders if such offering or allocation will or may result in the Company being subject to any obligations under the law of other jurisdictions. The newly issued ordinary shares have not been, and will not be, registered under any other country laws. Moreover, there will not be any sale or offer for sale of newly issued ordinary shares to U.S. persons (U.S. Persons as defined in Regulation S of the U.S. Securities Act) or to any existing shareholders of the Company who reside in Canada, Japan, South Korea, China or in any other country where distribution of this material would be illegal or may cause the Company to have any duties beyond the Thai laws. The offer for sale and allotment of newly issued ordinary shares to shareholders in any other country may be held only in the event that the Company are exempted from applying for permission and registration under the laws of that country, provided that the company considers appropriate.

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Notice of the Allocation of Newly Issued Ordinary Shares

Part 1

Information on the Allocation of Newly Issued Ordinary Shares

1. Name and Address of the Company

Name : Lease IT Public Company Limited (the "Company")
Address : 1023 MS Siam Tower Fl. 29, Rama III Road, Chong nonsi, Yannawa, Bangkok 10120
Telephone : 02-163-4260
Fax : 02-163-4291-4
Website : www.leaseit.co.th

2. Date, Month, Year and Number of the Board of Directors' Meeting that Approved the Allocation of Newly Issued Ordinary Shares

The Board of Director's Meeting : No.12/2021 held on November 10, 2021
The Extraordinary General Meeting of Shareholders : No.1/2021 held on December 17, 2021

3. Details of the allocation of the Newly Issued Ordinary Shares

The Board of Directors' Meeting No. 12/2021 held on November 10, 2021 and the Extraordinary General Meeting of Shareholders held on December 17, 2021 resolved to approve the reduction of the Company's registered capital by canceling the remaining unsold shares with a par value of Baht 1.00 at the amount of Baht 468 from the existing registered capital of Baht 300,000,000 to the new registered capital of Baht 299,999,532 with a par value of Baht 1.00 in which the unsold shares of Baht 468, divided into 468 ordinary shares with a par value of Baht 1.00, are the remaining shares from the stock dividend payment and resolved to approve the increase of the Company's registered capital and the allotment of newly issued ordinary shares as follows:

Capital Increase : An increase of the Company's registered capital by Baht 258,357,698 from the registered capital of Baht 299,999,532 to the new registered capital Baht 558,357,230 by issuing 258,357,698 newly issued ordinary shares with a par value of Baht 1.00 and allotment of newly issued ordinary shares as follows:

1. Not exceeding 221,449,456 newly issued ordinary shares with a par value of Baht 1.00 per share to offer for sale to the existing shareholders of the Company proportionate to their respective shareholdings but not to allocate to the shareholders which such allocation will cause the Company to comply with law of a foreign country.
2. Not exceeding 36,908,242 newly issued ordinary shares with a par value of Baht 1.00 per share to accommodate the exercise of right under the Warrants to purchase the ordinary shares of Lease IT Public Company

Limited No. 2 (LIT-W2) which allocated to the existing shareholders of the Company who subscribed and being allocated the newly issued ordinary shares free of charge.

- New Registered Capital : Baht 558,357,230 consisting of 558,357,230 ordinary shares at the par value of Baht 1.00 per share
- Paid-up Capital before the Capital Increase : Baht 221,449,456 consisting of 221,449,456 ordinary shares at the par value of Baht 1.00 per share
- The number of shares to be allocated for sale to the existing shareholders of the Company proportionate to their respective shareholdings : Baht 221,449,456 consisting of 221,449,456 ordinary shares at the par value of Baht 1.00 per share
- Allocation Ratio : 1 existing ordinary share to 1 newly issued ordinary share
- Offering Price : Baht 1.20 per share
- Subscription Period : January 13-14 and 17-19, 2021 (5 business days)
- Paid-up Capital after the Capital Increase by allocating to the existing shareholders of the Company proportionate to their respective shareholdings (in case of full subscription of newly issued ordinary shares) : Baht 521,448,988 consisting of 521,448,988 ordinary shares at the par value of Baht 1.00 per share
- Allocation Method of the Newly Issued Ordinary Shares : The Company will allocate not exceeding 221,449,456 newly issued ordinary shares at the par value of Baht 1.00 per share, to offer for sale to the existing shareholders of the Company proportionate to their respective shareholdings but not to allocate to the shareholders which such allocation will cause the Company to comply with law of a foreign country, at the allocation ratio of 1 existing ordinary shares to 1 newly issued ordinary share with an offering price of Baht 1.20, in which the fraction shall be disregarded.

In case there is a fraction of shares resulting from the allocation of newly issued ordinary shares to the existing shareholders proportionate to their respective shareholdings, such fraction of shares shall be disregarded. However, during the subscription period for the newly issued ordinary shares, the existing

shareholders of the Company are allowed to oversubscribe for the newly issued shares in excess of their rights (oversubscription) according to their shareholding proportionate the same offering price. In this regard, the Board of Directors or the Executive Committee designated by the Company to have the authority to determine the allocation of the remaining shares unsubscribed by shareholders of the Company to the shareholders who have indicated intention to subscribe in excess of their rights on a pro-rata basis.

In case where the number of remaining shares from the allocation to the existing shareholders proportionate to their respective shareholdings is less than number of shares over subscribed by the existing shareholders, the Company shall allocate the remaining shares to each oversubscribing shareholder according to their shareholding proportion in the Company by multiplying their shareholding proportion with number of remaining shares, resulting in the number of shares allocation to the over- subscribed shareholders (any fractional amount of shares will be disregarded) until there are no remaining shares left. However, the number of shares under the allocation must not exceed the number of shares for which each shareholder subscribed and paid.

In case where the number of remaining shares from the allocation to the existing shareholders proportionate to their respective shareholdings is more than number of shares oversubscribed by the existing shareholders, the Company shall allocate over-subscribed shares to all oversubscribing shareholders who paid for the total price of the oversubscribed shares in accordance with the number of shares for which they oversubscribed.

In the allocation of newly issued ordinary shares to the existing shareholders of the Company as detailed above, in any case, it must not have the characteristics that violate shareholding restrictions of non-Thai nationals as specified in the Company's Articles of Association. However, the Board of Directors reserves the right to not offer or allocate the newly issued ordinary shares in the Offering to any existing shareholders if such offering or allocation will or may result in the Company being subject to any obligations under the law of other jurisdictions.

In the case where there are newly issued ordinary shares remaining from the allocation to the existing shareholders proportionate to their respective shareholdings and the allocation to the shareholders who oversubscribed (Oversubscription), the Company shall propose to the Meeting of Shareholders to consider and approve the reduction of registered capital of the Company by cutting off the remaining newly issued ordinary shares from the offering.

Procedures in the case of Fractions of Shares : In the case where the calculation of the allocation of rights to be allocated the newly issued ordinary shares to the existing shareholders results in fractions of shares, the fraction shall be disregarded.

4. Record Date to determine shareholders who are entitled to be allocated and offered the newly issued ordinary shares

The Board of Directors' meeting No. 12/2021, held on November 10, 2021, has resolved to set December 27, 2021 to be the Record Date to determine shareholders who are entitled to be allocated and offered the newly issued ordinary shares proportionate to their respective shareholdings but not to allocate to the shareholders which such allocation will cause the Company to comply with law of a foreign country (Record Date).

5. Subscription Period and Payment of the newly issued ordinary shares

5.1. Subscription Period

During January 13-14 and 17-19, 2021 (5 business days) from 9.00 a.m to 04.00 p.m.

5.2. Place for Subscription

The subscribers shall submit required documents for the subscription at Finansia Syrus Securities Public Company Limited, which is the representative for this subscription of Newly issued Ordinary Shares of the Company at the following details:

Contact: Ms. Chulakull Phumon
Custodian Department
Finansia Syrus Securities Public Company Limited
719 Mint Tower Fl. 7, Banthat-thong Road, Wangmai, Pathumwan, Bangkok 10330
Telephone: 02-680-0841-4

NOT ALLOWED SUBSCRIPTION BY POSTAL MAIL AND FACSIMILE

For the shareholders holding shares via the scripless system, such shareholders shall contact the securities company in which the shareholders have the securities account and have the Company's shares deposited, in order for the securities company to collect relevant documents and submit such documents to the Subscription Agent at the place for Subscription.

In addition to the subscription of shares at the office of the Subscription Agent for the Newly Issued Ordinary Shares, each eligible existing shareholder (For Thai individual only*) can subscribe for the newly issued shares via online system on the website www.fnsyrus.com as specified in the method of subscription through the E-RO system in Clause 6.1 – 6.3

*In the case that the subscriber wishes to deposit the newly issued ordinary shares under the issuer account no. 600, the subscriber cannot subscribe through E-RO system. The subscriber must submit subscription document at Finansia Syrus Securities Public Company Limited since the subscriber must provide details in "U.S. Indicia Checklist (For Individual & Juristic Person)" and "Entity Status Certification and Information Disclosure Consent Form under FATCA (For subscriber who is juristic person) (Enclosure No. 5)".

The Company reserves rights to disqualify the subscription if the subscription agent does not receive required documents for the subscription and/or payment according to 6.2 - 6.3 within the specified period.

6. Subscription and Payment method of the subscription of the Newly Issued Ordinary Shares

6.1. Method of Subscription for Newly Issued Ordinary Shares

The shareholders can subscribe for the newly issued ordinary shares at the Subscription Agent as specified in 5.2 during business days and hours between January, 13-14 and 17-19, 2022 (a total of 5 business days) from 9:00 a.m. - 4:00 p.m. by the following procedures:

- (1) Subscribers who have already made payment must submit evidence along with other subscription documents at the office of the Subscription Agent as specified in 5.2
- (2) Subscribers (Thai individual only) can proceed with the subscription by using the Electronic Rights Offering ("E-RO") system through www.fnsyrus.com ("Subscription through E-RO system") by following the instructions below;
 - 2.1 The subscriber can check their entitlement via www.fnsyrus.com by filling in ID number in the system.
 - 2.2 The screen will show shareholder registration number, number of existing shares holding and number of entitlement shares and then click "Book"
 - 2.3 Fill in the complete information. The subscriber can scan the QR Code to pay via KrungThai Bank Mobile Banking or print Bill Payment form for making payment at any branch of KrungThai Bank.
 - 2.4 Check all information and confirm the subscribed transaction. Save and/or print the subscription evidence as supporting documents for shares subscription.

Remarks:

- 1) **In the case that the subscriber wishes to subscribe for the newly issued ordinary shares in excess of their respective shareholding proportion.**

Subscriber shall express the intention to subscribe for the newly issued ordinary shares pursuant to his/her right in full amount in order to oversubscribe the newly issued ordinary shares. The subscriber must subscribe and make a single payment of subscription pursuant to his/her portion and oversubscription portion in full amount.

The subscriber must completely and clearly fill in the subscription details in the "Subscription Form" (Enclosure No.3) or on website through E-RO system.

In the case where there are shares remaining from the allocation according to the respective shareholding, the shareholders, who express their intention to oversubscribe the shares exceeding their rights, are entitled to be allocated such oversubscription in the next round.

The Company or Finansia Syrus Securities Public Company Limited reserves the right to allocate the oversubscribed shares to the shareholders who comply with this subscription procedure only.

2) In the case that subscriber receives more than 1 registration number specified in the certificate for the subscription rights of the newly issued ordinary shares.

In the case of submission of subscription documents at Finansia Syrus Securities Public Company Limited

The subscriber must prepare subscription documents according to the number of registration number specified in the certificate for the subscription rights of the newly issued ordinary shares, meaning 1 set of subscription documents per 1 registration number.

In the case of Subscription through E-RO System

The subscriber must do the subscription transactions according to the number of registration number specified in the certificate for the subscription rights of the newly issued ordinary shares, meaning 1 set of subscription via E-RO per 1 registration number.

6.2. Subscription Documents

For shareholders submitting subscription documents at Finansia Syrus Securities Public Company Limited

The subscriber must submit the subscription documents to Finansia Syrus Securities Public Company Limited as specified in Clause 5.2. The documents required for the subscription consist of:

- (1) **Subscription Form for Newly Issued Ordinary Shares of the Company (Enclosure No.3) which is clearly and accurately filled in and signed by the shareholder:** The Company will deliver the share subscription form to the shareholders whose names appear in the share register book as of December 27, 2021, on January 5, 2022. In addition, the shareholders can obtain the subscription form at the office of the Subscription Agent or download from the website www.leaseit.co.th

The shareholder who intends to subscribe for the newly issued ordinary shares must correctly, clearly, and completely fill in the Subscription Form, stating the amount of shares each shareholder wishes to subscribe according to the amount stated in Certificate of Rights to Subscribe for Newly Issued Ordinary Shares and the amount of oversubscription shares, and sign. If the subscriber is a juristic person, Subscription Form must be signed by authorized person(s) and affixed by a company seal of such juristic person (if any).

In case shareholders intend to oversubscribe, the portion of shares according to their rights must be fully subscribed in order to be entitled for oversubscription.

- (2) **Certificate of Subscription Entitlement issued by Thailand Securities Depository Company Limited (Enclosure No.1):** Certificate of Subscription Entitlement of the newly issued ordinary shares of the Company issued by Thailand Securities Depository Company Limited (the "Depository" or "TSD"), as the registrar of the

Company, delivered via registered mail to the shareholders together with this letter indicating the number of shares that each shareholder has rights to be allocated in proportion to the shareholding.

In case that there is any change that made the first name/ family name of the shareholder be different from the information of the shareholder who is entitled to subscribe for the newly issued ordinary shares in proportion to his/her shareholding percentage on the Record Date as stated under the Certificate of Rights to Subscribe for Newly Issued Ordinary Shares, please attach a certified true copy of the documents in relation to the amendment in the first name/ family name, such as certificate of first name/ family name change registration, certificate of marriage, certificate of divorce (as the case may be).

The subscriber shall submit 1 Subscription Form per 1 Certificate of Subscription Entitlement for Newly Issued Ordinary Shares.

(3) Proof of Identification

- a) Thai Individual: A certified true copy of valid identification card. Or in case that a shareholder does not have an identification card, please attach a certified true copy of house registration specifying the 13 digits' identification number or a certified true copy of any other documents issued by regulatory body specifying the 13 digits' identification number.

In the case that the subscriber is a minor without an identification card, a copy of the valid identification card of the parent (father/ mother or legal representative) and a copy of the house registration where the minor resides must be attached with parents to certify the true copies and/or in the case that the subscriber is a minor with an identification card, a copy of the minor's and parent's (father/ mother or legal representative) valid identification must be attached along with a copy of the house registration where the minor resides with parents to certify the true copies as well as attaching the letter showing the consent of parents (father/ mother or legal representative) and evidence showing that the minor can subscribe for the newly issued ordinary shares legally.

- b) Foreign Individual: A certified true copy of valid alien certificate or passport. (In case of a minor, please provide evidence that the minor can legally subscribe for newly issued ordinary shares).
- c) Thai Juristic Person: A copy of the affidavit issued by the Ministry of Commerce not more than 6 months prior to the subscription period, certified by authorized signatory(ies) and affixed with accompany seal of such juristic person (if any); together with the valid certified true copy of identification card, alien certificate, or passport (as the case may be) of such authorized signatory(ies).
- d) Foreign Juristic Person: A copy of the certificate of incorporation (Certificate of Incorporation) or a copy of the affidavit of juristic person (Affidavit) and a letter showing the names of authorized signatories with a signature sample issued not more than 6 months prior to the subscription period, certified by authorized signatory(ies) and affixed with accompany seal of such juristic person (if any) together with a certified true copy of a valid identification card or alien certificate, or passport (as the case may be) of such authorized signatory(ies). All stated documents, which are certified true copy, must be notarized by Notary Public or any other authority in the country which such documents are prepared or authenticated, certify by the signature of the author or the

person providing the authenticity of the document and by the staff of the Thai embassy or Thai consulate in the country where the said documents are prepared or authenticated and must be issued not more than 6 months prior to the subscription period.

- e) Juristic Person Authorizing a Custodian to Subscribe for the Newly Issued Ordinary Shares: A copy of a Power of Attorney from the subscriber authorizing the custodian to subscribe for the shares on behalf of the subscriber is required together with copies of the aforementioned required documents for the subscription depending on the category of subscriber (as the case may be). The submitted documents must be certified as true copies by the authorized signatory on behalf of the subscriber or the trustee (depending on the case) and affixed with the corporate seal of such juristic person (if any), together with the valid certified true copy of identification card, alien certificate or passport (as the case may be) of the authorized person(s) or the custodian.

The Company and/or the subscription agent reserves the right to alter such terms and conditions and the required documents for the subscription of the newly issued ordinary shares should there be any operational difficulties, obstacle or restrictions as deemed appropriate and beneficial in order to facilitate the subscription of the newly issued ordinary shares by the subscribers in a fair manner and ensure the success of the offering.

- (4) Additional Documents for Securities Subscription Specifically for Those Who Intend to Deposit Securities into the Issuer Account Only (Enclosure No.5):** In the event that the shareholder wishes to deposit the Newly Issued Ordinary Shares being allocated from this subscription into the Issuer Account, the shareholder must fill in the information in the following documents i.e. "U.S. Indicia Checklist" (for individual and juristic person); and "Entity Status Certification and Information Disclosure Consent Form under FATCA" (for juristic person) with signing to certify the accuracy of the information attached with other subscription documents.
- (5) Proof of Payment:** Please provide the proof of payment which shall be made **in full at one time**, in aggregate amount of both share subscription portions, according to the entitlement and oversubscription, and attach documents in relation to the selected payment methods of each subscriber, according to details and procedure as specified in clause 6.3
- (6) A Copy of the Savings Account Book or A Copy of the Current Account Statement (in case of oversubscription):** In the case that the subscribers subscribe for the newly issued ordinary shares in excess of their respective shareholding proportion. Subscribers shall enclose a certified true copy of either the first page of saving account book stating the account name or a statement of the current account. The said account must be an account that the subscribers wish to have Finansia Syrus Securities Public Company Limited refund the unallocated portion of the newly issued ordinary shares (if any) by transferring payment into that account as specified in the subscription form for ewly issued ordinary shares.

However, **the account name must be the same as the name of subscriber, who oversubscribe, as stated on the subscription form** and the account shall be a saving account or current account opened with the following banks:

- 1) Bangkok Bank Plc.
- 2) Krungthai Bank Plc.
- 3) Bank of Ayudhya Plc.
- 4) Kasikornbank Plc.
- 5) CIMB Thai Bank Plc.
- 6) TMBThanachart Bank Plc.
- 7) Siam Commercial Bank Plc.
- 8) United Overseas Bank Plc.
- 9) Land and Houses Bank Plc.

- (7) **Additional documents in case Power of Attorney acting on behalf:** Please submit the Power of Attorney for Subscription of Newly Issued Ordinary Shares (Enclosure No.6) affixed with Baht 30 duty stamp, and a certified true copy of valid identification card of the subscriber and an attorney.

For the subscribers who subscribe through E-RO System

- (1) The subscriber must completely fill in subscription information through E-RO system via www.fnsyrus.com
- (2) Attach the evidence of the subscription payment through the E-RO system.

6.3. Payment method of the subscription of the Newly Issued Ordinary Shares

The subscriber must make payment for each subscription separately according to the shareholder registration number. The subscriber must make a subscription payment for the newly issued ordinary shares in full amount with only one deposit or transfer per 1 subscription for any case of subscription, i.e. the number of subscribed shares are equal to or less than or greater than the entitled number of shares. The name of the payer in any channels must be the same as the name of the subscriber. In case where subscriber receives more than 1 shareholder registration number, such shareholder must make payment for each subscription separately according to the shareholder registration number. The methods of payment for the subscription in each channel are as follows:

6.3.1. Payment of the Subscription via Bill Payment System of Krungthai Bank

- (1) Payment through cash or transfer via Bill Payment system at all branches of Krungthai Bank Public Company Limited to the account "FSS FOR SHARE SUBSCRIPTION" Comp Code. 5299, from 09.00 a.m. of January 13, 2022 to 04.00 p.m. of January 19, 2022 (during the banks' operating hours).
- (2) Payment through cheque/ cashier cheque/ draft via Bill Payment system at all branches of Krungthai Bank Public Company Limited, crossed cheque payable to "FSS FOR SHARE SUBSCRIPTION" Comp Code. 5299, which must be dated January 13 or 14 or 17, 2022 only and the payment must be made at all branches of Krungthai Bank Public Company Limited before clearing time of the banks on January

17, 2022 and must be able to be collected by the Clearing House located in the same area within the next business day.

- Only one payment via cheque, draft or cashier's cheque per one subscription only

The subscriber must clearly and correctly complete the Bill Payment Form (Enclosure No.4), and submit to the payment counter of Krungthai Bank Public Company Limited and make the subscription payment as specified above. The completed Bill Payment Form must include: the subscriber's full name; Reference Number 1 (either ID card number, passport number, alien certificate number or company registration number); and Reference Number 2 (10-digit shareholders' registration number which can be checked from the Certificate of Subscription Entitlement for Newly Issued Ordinary Shares issued by the TSD or the Call Center of TSD at 02-009-9999; and please specify depositor first name/ family name and telephone number on the Bill Payment Form.

The subscribers who wish to subscribe must deliver the original Bill Payment Form together with the Subscription Form and other required documents for the subscription to the subscription agent as specified in 5.2.

The Company will be responsible for the Bill Payment transaction fee. For banking and other transaction fee (if any), the subscriber will be responsible for such fee in addition to the amount of subscription payment (the subscription agent shall receive the full subscription amount).

6.3.2. Payment by Fund Transfer via Mobile Banking of Krungthai Bank (Only for subscription via E-RO)

The subscriber can make subscription payment via Krungthai Mobile Banking Application ("Krungthai NEXT") from 09.00 a.m. of January 13, 2022 to 04.00 p.m. of January 19, 2022 by scanning QR code shown on subscription process screen via www.fnsyus.com for subscription payment via Mobile Banking and proceed to make payment, then print proof of payment for the subscription as a supporting document for the subscription.

7. Refund of Subscription of Newly Issued Ordinary Shares Payment and Cheque Return Procedures

In the event that refund payment of the newly issued ordinary shares or cheque return for the subscription payment of the newly issued ordinary shares is required, the Company through the subscription agent shall proceed as follows:

7.1. In the case where the shareholders who subscribe for newly issued ordinary shares in excess of their rights has not been allocated the newly issued ordinary shares or has not been allocated in full amount according to the number of oversubscribing shares when there is insufficient number of newly issued ordinary shares

The Company through the subscription agent will proceed to return the subscription payment for the portion of shares that has not been allocated, without any interest and/or damages, within 7 business days after the end of subscription period by any method specified by the shareholders in the subscription form for the newly issued ordinary shares as follows:

1) In the case of submitting subscription documents at Finansia Syrus Securities Public Company Limited

The Company through the subscription agent shall pay the refund in form of transfer payment to the account that stated in the Subscription Form. The account shall be a saving account or current account opened with the following banks:

- 1) Bangkok Bank Plc.
- 2) Krungthai Bank Plc.
- 3) Bank of Ayudhya Plc.
- 4) Kasikornbank Plc.
- 5) CIMB Thai Bank Plc.
- 6) TMBThanachart Bank Plc.
- 7) Siam Commercial Bank Plc.
- 8) United Overseas Bank Plc.
- 9) Land and Houses Bank Plc.

The account name must be the same as the name of subscriber, who oversubscribe, as stated on the subscription form. **Subscribers shall enclose a certified true copy of either the first page of saving account book stating the account name or a statement of the current account.**

2) In the case of subscription through E-RO System

The Company through the subscription agent shall pay the refund in form of transfer payment to the account as specified in the E-RO system. The account shall be a saving account or current account opened with the following banks:

- 1) Bangkok Bank Plc.
- 2) Krungthai Bank Plc.
- 3) Bank of Ayudhya Plc.
- 4) Kasikornbank Plc.
- 5) CIMB Thai Bank Plc.
- 6) TMBThanachart Bank Plc.
- 7) Siam Commercial Bank Plc.
- 8) United Overseas Bank Plc.
- 9) Land and Houses Bank Plc.

The account name must be the same as the name of subscriber, who oversubscribe, as stated on the subscription form.

In the case that the name of the bank account differs from the name of the subscriber or the information is incomplete, the Company through the subscription agent shall refund the subscription payment by issuing a crossed cheque/ cashier cheque payable to the name of the subscriber as shown on the Company's share register books as of the Record Date and deliver such cheque/cashier cheque via registered postal mail to the address as it appears in the

share register book as of the Record Date on December 27, 2021 within 10 business days after the end of the subscription period.

In any event, if the refund payment for the shares which are not allocated has been properly transferred to the subscriber's account according to the details specified in the Subscription Form or on the E-RO system, such subscriber shall be deemed to have validly received the refund payment and such subscriber cannot request or claim for any interest or damage.

7.2. In case where the shareholder fails to comply, in any cases, with the subscription instructions and/or bank is unable to clear the cheque provided for the subscription payment

The Company through the subscription agent will refund subscription payment to the shareholders who are not allocated shares due to failure to comply with the subscription instructions and/or the bank cannot clear the cheque provided for subscription payment by issuing a crossed cheque/cashier cheque payable to the name of the subscriber as shown on the Company's share register books as of the Record Date and deliver such cheque/ cashier cheque via registered postal mail to the address as it appears in the share register book as of the Record Date on December 27, 2021 within 10 business days after the end of the subscription period.

The Company will be responsible for the relevant transaction fees, except for any transfer fees or cheque clearing fees from different clearing houses or different banks (if any), in which the subscriber shall be responsible for such fees.

Furthermore, the Company and subscription agent shall not be responsible for any loss or damage arising from the loss of cheque in delivery or any other mistakes in delivery methods that the Company through the subscription agent sees as appropriate and do not occur as a consequence of the actions of the Company or the subscription agent, such as those occurring from unclear, incorrect or incomplete information regarding the subscriber's name or address filled in the Subscription Form.

The Company and/or the subscription agent reserves the right to alter such terms and conditions and method for refund of the newly issued ordinary shares in case of any operation difficulties or obstacle in order to facilitate the subscription of the newly issued ordinary shares by the subscribers in a fair manner and maximize the success of the allocation.

8. Delivery of Newly Issue Ordinary Shares

The subscriber can request the Company to proceed on securities delivery methods as follows:

8.1. In case the subscriber wishes to deposit the shares in his/her securities trading account opened with a securities company

The Company through the subscription agent will deposit the allocated newly issued ordinary shares to the account "Thailand Securities Depository Company Limited for Depositors" whereby the TSD will record the number of shares deposited by the securities company and issue an evidence of the deposit to be delivered to the subscriber within 7

business days after the end of subscription period. At the same time, the securities company will record the number of shares deposited by the subscriber. In this case, the subscriber can sell the allocated shares on the mai as soon as the newly issued ordinary shares are permitted to be traded on the mai.

In case of share delivery method under this clause, the name of the subscriber must be the same as the name of the owner of the securities trading account in which the subscriber wishes to deposit the allocated shares, otherwise, the Company reserves the rights to deliver such shares in the form of share certificate in the name of subscriber to the subscriber instead.

The subscriber must correctly specify the participant number of the securities company and the securities trading account number to which the subscriber wishes the allocated shares to be deposited. If the subscriber provides an incorrect participant number of the securities company or incorrect securities trading account, resulting in the Company's inability to transfer the shares into the securities trading account, the Company will not be responsible for any loss in the shares or delay in receiving shares.

8.2. In case the subscriber wishes to deposit the shares in the Issuer's Account No. 600

The subscriber must also fill in the information in the required documents which are "U.S. Indicia Checklist (Individual & Juristic Person)" for both the subscriber who is individual person or juristic person, and "Entity Status Certification and Information Disclosure Consent Form Under FATCA" for the subscriber who is a juristic person only. The subscriber shall sign to certify the correctness of the information to submit to the TSD

In this case, the Company through the subscription agent will deposit the allocated shares with the TSD, and the TSD will record the number of shares allocated to the subscriber under the issuer's account (Membership Account No. 600). The evidence of deposit will be issued to the subscriber within 7 business days after the end of subscription period. If the subscriber would like to withdraw his/her shares from the issuer's account (Membership Account No. 600), the subscriber can contact the TSD for withdrawal with applicable fee and expense as specified by TSD. It is noted that the withdrawal of shares from the issuer account No. 600 takes time to process. Therefore, it is possible that the subscriber depositing his/her shares in such account may not be able to withdraw the shares within the first date on which the Company's newly issued ordinary shares traded on the mai.

8.3. In case the subscriber wishes to receive a share certificate in the name of the subscriber

TSD as the Company's registrar shall deliver the share certificate, according to the number of allocated shares to the shareholder by registered postal mail to the name and address as appears in the share register book on the Record Date on December 27, 2021 within 15 business days from the end of subscription period. In this case, the subscriber will not be able to sell allocated shares on the mai until the subscriber receive the shares certificate which may be after the date when the newly issued ordinary shares are permitted to be traded on the mai. In this regard, the Company will not be responsible in the event that the shareholders cannot sell the allocated shares within the date that the Company's securities being traded on the mai.

In the case that the subscriber does not provide complete information in the Subscription Form or do not choose any share delivery method in the Subscription Form, the Company reserves the rights to issue share certificates to the subscriber instead. This may result in the subscriber not being able to sell the allocated shares on the mai immediately when the newly issued ordinary shares are permitted to trade on the mai.

9. Other Important Information Related to the Subscription for Newly Issued Ordinary Shares

- 9.1. Shareholder who subscribes for the newly issued ordinary shares will receive evidence of the subscription from the officer collecting the Subscription Form. The subscription shall be deemed completed once all payment made to the Company have been collected as specified in Clause 6.3, and the subscriber of the newly issued ordinary shares has correctly and completely submitted the Subscription Form and other required documents as detailed in the Notice of the Allocation of Newly Issued Ordinary Shares of this letter.
- 9.2. Shareholder who has already submitted the Subscription Form and paid the subscription payment, are not permitted to cancel such subscription and to request for the refund for such subscription payment. The Company reserves the rights to cancel the subscription for those shareholder who do not fully comply with the subscription procedures as stated in Clause 6.
- 9.3. If shareholder who subscribes for newly issued ordinary shares cannot make payment for the subscription within the specified period or fails to comply with the payment instruction within the specified period or the Company and/or a subscription agent cannot collect the subscription payment (in any case other than the error of the Company and/or a subscription agent) in full or in part within the specified period or subscribes by any methods other than the subscription instruction as prescribed in the Notice of the Allocation of Newly Issued Ordinary Shares or fails to completely submit subscription documents within the specified period. The Company and/or a subscription agent will deem that such shareholder cancels their subscription, and the Company and/or a subscription agent reserves its rights to not allocate any newly issued ordinary shares to such shareholder.
- 9.4. In case where subscriber fails to completely, clearly or consistently fill in the Subscription Form, the Company and/or a subscription agent reserves its rights to use the information in other required documents as deemed appropriate for the share allocation. However, in such case, the Company and/or a subscription agent has rights to deem that the subscriber cancels their subscription, and the Company and/or a subscription agent reserves its rights to not allocate any newly issued ordinary shares to such shareholder.
- 9.5. In case where subscriber receives more than one Certificate of Rights to Subscribe for Newly Issued Ordinary Shares for more than one shareholder registration number, such shareholder shall prepare the documents required for subscription in a number of copies corresponding to the number of registration numbers, in other words, one copy of required document for one registration number only. In case where shareholder makes all subscription by combining number of shares within only one registration number, or specify such information within one Subscription Form, such shareholder may be allocated newly issued ordinary shares in a number less than the aggregate numbers of entitled shares as specified in each of the Certificate of Rights to Subscribe for Newly Issued Ordinary Shares, and the Company reserves the rights to allot or not allot new shares to such shareholder as deemed appropriate.

- 9.6. If the number of shares specified in the Subscription Form does not correspond with the payment which the Company receives, the Company reserves the rights to rely on the amount received from the subscription payment, but the amount of such subscription payment must not exceed the total value of shares allocated to such shareholder.
- 9.7. In the event of any operational difficulties, obstacle or restriction, the Company reserves the right to alter such terms and conditions and methods of payment for the newly issued ordinary shares as deemed appropriate and beneficial to the subscription of the newly issued ordinary shares.

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

- (1) In case all newly issued ordinary shares that the Company issued and offered for sale to their existing shareholders proportionate to their respective shareholdings but not to allocate to the shareholders which such allocation will cause the Company to comply with law of a foreign country are fully subscribed, the Company shall be able to raise fund in the amount of approximately Baht 265,739,347. The plan for utilizing the proceeds derived from the capital increase is to use as working capital for the business operation.
- (2) As for the issuance of newly issued ordinary shares in order to support the exercise of rights under the LIT-W2 Warrants, in the event that the shareholders exercise their rights to purchase the newly issued ordinary shares under the LIT-W2 warrants in full, the Company will potentially raise fund in the amount of approximately Baht 73,816,484, and plans to use the proceeds that have been exercised to use as working capital for the business operation.

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

The Board of Directors has considered that this capital increase will enhance the financial strengths and flexibility of the Company as well as to retain the liquidity of working capital for the Company's operation in order to increase the potential and efficiency of the Company in the competition and developing business to generate more income and profit of the Company in the future.

12. Benefits which shareholders will receive from the capital increase/share allotment

In the event that LIT-W2 holders opt to exercise their right to subscribe the Company's shares, it shall provide more working capital for the operation of the Company which shall lead to higher revenue and more profitable and eventually shall increase the Company's capability to pay more dividend.

Currently, the Company has a policy to pay annual dividend not less than 50 percent of its net profit shown in the Company's separate financial statements after deduction of tax and legal reserves each year. (However, the Company may consider paying dividend different from the policy set forth depending on its operating performance, financial flexibility and the need for working capital for the Company's management and business expansion including economic conditions). In addition, the shareholders who exercise those allotted warrants shall receive all the same rights as the Company's existing shareholders, such as the right to receive dividends, the right to attend and to vote in the shareholders meeting.

13. Other details necessary for shareholders to approve the capital increase/share allotment

The issuance and offering of the newly issued ordinary shares to the existing shareholders proportionate to their respective shareholdings but not to allocate to the shareholders which such allocation will cause the Company to comply with along with law of a foreign country along with the allotment of LIT-W2 Warrants to the Company's existing shareholders who subscribed and being allocated the issued and offered of newly issued ordinary shares with other necessary details as follows:

13.1. Preliminary Details of the Warrants to Purchase the Ordinary Shares

Type of Security	:	Warrants to purchase ordinary shares of Lease IT Public Company Limited ("the Company") No. 2 ("LIT-W2 Warrants")
Type of Warrants	:	Specified the name of the holder and being transferrable
Number of Warrants	:	Not exceed 36,908,242 units
Numbers of Ordinary Shares reserve for the exercise of the Warrants	:	Not exceed 36,908,242 shares (at par value of Baht 1.00 per share)
Allocation Method	:	The Company shall allocate the LIT-W2 Warrants to the existing shareholders of the Company who subscribed and being allocated the newly issued ordinary shares at an allotment ratio of 6 newly issued ordinary shares to 1 unit of warrants. The record date to determine the names of shareholders who are entitled to be allocated and offered the newly issued shares along with the LIT-W2 Warrants is scheduled to be on December 27, 2021 (Record Date). If there is any fraction of the warrants from calculation of the allotment, such fraction shall be disregarded. In the event there is any unit of Warrants left after the allotment, the Company will cancel all the remaining Warrants. The final outstanding balance of allotted Warrants shall equal to the number of the Warrants allotted to the existing shareholders. The Company reserves the right in its sole discretion to not allocate the Warrants to any existing shareholders if such allocation will or may result in the Company being subject to any obligations under the law of other jurisdictions.
Offering Price	:	Baht 0 (Zero Baht)
Exercise Ratio	:	1 unit of LIT-W2 warrant has the right to purchase 1 ordinary share, unless the exercise ratio is adjusted under the rights adjustment as stated in the Terms and Conditions Governing the Rights and Obligations of the Issuer and Holders of the Warrants to Purchase Ordinary Shares of the Company ("the Terms and Conditions")

Exercise Price	:	Baht 2.00 per share, unless the exercise price is adjusted under the rights adjustment as stated in the Terms and Conditions
Date of Warrants Issuance	:	The Board of Directors or Executive Committee or any person designated by the Board of Directors or by the Executive Committee has the authority to determine the Date of Warrant Issuance after receiving approval from the Meeting of Shareholders. The Company expects to issue and allocate LIT-W2 Warrants within February 2022.
Terms of Warrants	:	3 years from the date of issuance
Exercise Period	:	The Warrants holders will be entitled to exercise their rights to purchase the newly issued ordinary shares of the Company on the 25th of June and December of each year throughout until the expiration of the term of the Warrants. In the event that the last Exercise Date is not a business day, the last Exercise Date shall be shifted to the prior business day.
Period for the notification of the intention to exercise the Warrants	:	The LIT-W2 warrant holders who wish to exercise their rights to purchase the ordinary shares of the Company shall submit a notification of intention to exercise the Warrants during 9.00 a.m. to 16.00 p.m. within 5 business days prior to each Exercise Date. Except for the last exercise date, the period for the submission of a notification of intention to exercise the Warrants is within 15 days prior to the Last Exercise Date.
Irrevocability of the notification of intention to exercise the Warrants	:	The intention to exercise LIT-W2 Warrants shall be irrevocable upon the Exercise Notice being served.
Secondary Market for Warrants	:	The Company shall list the Warrants on the mai.
Secondary Market for ordinary shares converted from the exercise of the Warrants	:	The Company will list the ordinary shares converted from the exercise of the Warrants on the mai.
Reasons of issuance of new ordinary shares to accommodate the exercise of the Warrants	:	<p>Upon adjustment of the exercise price and the exercise ratio under the conditions of the rights adjustment as stated in the terms and conditions of Warrants, which is an event as stated in Clause 11(4)(Khor) of the Notification of the Capital Market Supervisory Board No. Tor Jor. 34/2551 re: Application for Permission and Permission to Offer the Warrant representing the Rights to Purchase New Shares and the Newly Issued Shares Reserved for the Accommodation of the Exercise of the Warrant.</p> <p>The Company may adjust the exercise price and exercise ratio to ensure that the benefits of Warrant holders are no less favorable in the event of the following:</p>

	<ol style="list-style-type: none"> (1) When the Company changes the par value of the ordinary shares due to a consolidation or split of the ordinary shares; (2) When the Company offers newly issued ordinary shares to the existing shareholders on rights offering basis, and/or on public offering and/or on private placement basis at a price lower than 90% of the price calculated based on the market price as stated in the Warrants Covenants; (3) When the Company offers any newly issued securities on rights offering basis, and/or on public offering and/or on private placement basis that are convertible/exchangeable into ordinary shares i.e. convertible bonds or Warrants to purchase ordinary shares for which the offering price of such newly issued ordinary shares is lower than 90% of the price calculated based on the market price as stated in the Warrants Covenants; (4) When the Company makes all or partial dividend payment by way of issuing new ordinary shares to shareholders; (5) When the Company pays cash dividend that exceeds 80% of total net profit after taxes to its separate financial statement for any operating year during the tenor of LIT-W2; (6) When there are any other events similar to those mentioned in (1) to (5) above that may impair benefits of holders of LIT-W2. The Company shall adjust the exercise price and exercise ratio to ensure the benefits of the holders of LIT-W2 are not less favorable. <p>Accordingly, the Board of Directors or Executive Committee or any person designated by the Board of Directors or by the Executive Committee is authorized to consider fixing other conditions and details related to adjustment or changes in the exercise ratio and exercise price.</p>
<p>Purpose of Offering the Warrants and benefits to the Company</p>	<p>: In case all newly issued ordinary shares that the Company issued and offered for sale to their existing shareholders proportionate to their respective shareholdings but not to allocate to the shareholders which such allocation will cause the Company to comply with law of a foreign country is fully subscribed, the Company shall be able to raise funds in the amount of approximately Baht 265,739,347. The plan for utilizing the proceeds derived from the capital increase is to use as working capital for the business operation.</p> <p>As for the issuance of newly issued ordinary shares in order to support the exercise of rights under the LIT-W2 Warrants, in the event that the shareholders exercise their rights to purchase the newly issued ordinary shares under the LIT-W2 warrants in full, the Company will potentially raise funds in the amount of approximately Baht 73,816,484, and plans to use the proceeds that have been exercised to use as working capital for the business operation.</p>

Other Conditions	: The Board of Directors or Executive Committee or any person designated by the Board of Directors or by the Executive Committee is authorized to determine and amend the items, conditions and other details relating to the Warrants including the issuance, the offering, the first exercise date, the last exercise date and the exercise of the Warrants to purchase ordinary shares including the conditions and related details as well as to negotiate, execute and sign on any relevant documents and agreements related to the issuance, prepare and submit applications and any documents to the Office of the Securities and Exchange Commission, other relevant government agencies and/or other relevant person(s), which also include the listing of the Warrants on the mai, and to carry out any necessary actions relating to the Warrants, the issuance and allocation of the Warrants, the listing of the Warrants on the mai according to relevant laws.
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13.2. Impact to Shareholders

Effect on the issuance and offering of the newly issued ordinary shares proportionate to their respective shareholdings along with the warrants to purchase ordinary shares of the Company but not to allocate to the shareholders which such allocation will cause the Company to comply with law of a foreign country e.g. the United States of American, and any other countries at the Company's discretion, having the details as follows:

(1) Control Dilution

In case that all existing shareholders subscribe for the newly issued ordinary shares in proportion of their respective shareholding and exercise the LIT-W2 Warrants, there will be no control dilution and the existing shareholders will not have impact from control dilution. In case that the warrant holders exercise their rights to purchase the newly issued ordinary shares under the LIT-W2 warrants in full amount but such warrants holders are not the existing shareholders, this will impact the control dilution of the existing shareholders, whereby the control dilution of the existing shareholders will decrease approximately 7.69 percent. The calculation method can be explained as follows:

$$\begin{aligned}
\text{Control Dilution} &= \frac{\text{No. of accommodated shares that issued and offered for the LIT-W2}}{(\text{No. of paid-up shares} + \text{No. of newly issuance shares} + \text{No. of accommodated shares for the LIT-W2})} \\
&= \frac{36,908,242}{(221,449,456 + 221,449,456 + 36,908,242)} \\
&= 7.69 \text{ percent}
\end{aligned}$$

(2) Price Dilution

In case that all existing shareholders subscribe for the newly issued ordinary shares in proportion of their respective shareholding and the warrant holders have exercised their right under LIT-W2 warrants in full amount

of 36,908,242 units, the existing shareholders will experience the price dilution by 33.79 percent. The calculation method can be explained as follows:

$$\text{Price dilution} = \frac{(\text{Market Price before offering}^* - \text{Market Price after offering})}{\text{Market Price before offering}}$$

$$\begin{aligned} \text{Market Price after offering} &= \frac{(\text{Market Price before offering} \times \text{No. of paid-up shares}) + (\text{Offering Price of RO} \times \text{No. of newly issued ordinary shares for RO}) + (\text{Exercise price of Warrants} \times \text{No. of accommodated shares for the LIT-W2})}{(\text{No. of paid-up shares} + \text{No. of newly issuance shares} + \text{No. of accommodated shares for the LIT-W2})} \\ &= \frac{(3.53 \times 221,449,456) + (1.20 \times 221,449,456) + (2.00 \times 36,908,242)}{(221,449,456 + 221,449,456 + 36,908,242)} \\ &= \text{Baht 2.34} \end{aligned}$$

$$\text{Price dilution} = \frac{3.53 - 2.34}{3.53} = 33.79 \text{ percent}$$

*Market Price before offering of LIT-W2 calculates from the weighted average market price 15 trading days prior to the date of the Board of Directors' Meeting No.12/2021 on November 10, 2021 approved the issuance of the Warrants.

(3) Earning Per Share Dilution

In case that all existing shareholders subscribe for the newly issued ordinary shares in proportion of their respective shareholding and the warrant holders have exercised their right under LIT-W2 warrants in full amount of 36,908,242 units, the existing shareholders will experience the EPS dilution by 53.85 percent. Net Profit in the calculation based on the net profit attributable to the Company's shareholders from the last 12 months (October 1, 2020 to September 30, 2021) equals to Baht 20,736,663. The calculation method can be explained as follows:

$$\text{EPS Dilution} = \frac{\text{Earnings Per Share before offering} - \text{Earnings Per Share after offering}}{\text{Earnings Per Share before offering}}$$

$$\begin{aligned} \text{Earnings Per Share Before Offering} &= \frac{\text{Net Profit}}{\text{No. of Paid-up Shares}} \\ &= \frac{\text{Baht 20,736,663}}{221,449,456 \text{ shares}} = \text{Baht 0.0936} \end{aligned}$$

$$\text{Earnings Per Share After Offering} = \frac{\text{Net Profit}}{(\text{No. of paid-up shares} + \text{No. of newly issuance shares} + \text{No. of accommodated shares for the LIT-W2})}$$

$$= \frac{\text{Baht 20,736,663}}{221,449,456 \text{ shares} + 221,449,456 \text{ shares} + 36,908,242 \text{ shares}} = \text{Baht 0.0432}$$

EPS dilution

$$= \frac{0.0936 - 0.0432}{0.0936} = 53.85 \text{ percent}$$

Part 2

General Information of Lease IT Public Company Limited

1. Name and Location of the Company

Company Name	:	Lease IT Public Company Limited (LIT) (“ The Company ”)
Nature of Business	:	Leasing, Hire Purchase and Factoring including other financial services such as Bid Bond, Project Backup Financing, Trade Finance, Letter of Credit and Personal Loan
Company Registration Number	:	0107556000353
The Headquarter	:	1023 MS Siam Tower 29 th Floor, Rama 3 Rd., Chongnonsi, Yannawa, Bangkok 10120
Telephone	:	02-163-4260
Tax	:	02-163-4291-4
Website	:	www.leaseit.co.th

2. Information about the nature of business and about the Company

2.1. Characteristics of Business and Service of the Company

Lease IT Public Company Limited was registered on August 25, 2006 with SVOA Public Company Limited (“SVOA”) as its major shareholder. Initially, the objective of the Company was to operate a business in supporting the SVOA group as its financial company (Financial Arm) by providing various credit service e.g. the transferring of claims from SVOA trade accounts receivable. Due to the growth of the information technology, resulting in IT products to be more diverse and by having markets for each product, seeing this opportunity the Company therefore turned to support the credit of products outside the SVOA group. By focusing on the development of financial products to expand the business that can better meet the needs of customers by adding more types of credit and expanded its credit services to other industries besides IT.

The Company operates in the business of providing credit services to customers who are small and medium-sized enterprises (SMEs) who have restrictions on requesting credit from financial institutions. The services are divided into 8 types as follows:

(1) Leasing

The Company provides leasing to entrepreneurs, who want to purchase assets that has an agreement with state enterprises or large private enterprises. The Company will buy assets from customer or any supplier and arrange leasing with customers. The ownership of the assets belongs to the Company, when installments are fully made, the customer can decide to purchase it. The Company must provide credit to customers at the rate of 70-100 percent of the product value with a fixed interest rate loan. In normal course of business, the term of leasing contracts provided to the customers are 3 years or more.

(2) Hire Purchase

The Company provides hire purchase to entrepreneurs, who want to purchase assets such as computer devices, software, IT devices, appliances, including the equipment for education that has a lease agreement with the state enterprises or large private enterprises. The Company will buy assets from customers and arrange hire purchase with customers. The ownership of the assets belongs to the Company. When installments are fully made, the customer will acquire ownership title of the assets. The Company must provide credit to customers at the rate of 70-100 percent of the product value with a fixed interest rate loan. The term of hire purchase contracts provided to the customers will last no more than 3 years. Hire purchase contracts will be made in the same manner as Leasing.

The difference between Leasing and Hire Purchase Agreement

Feature	Leasing	Hire Purchase
The purpose of lease	To utilize as long-term assets, or nearly throughout its lifetime	To be asset owner
Proprietary rights	Belong to the lessor until the end of the lease agreement At the end of the financial lease agreement, the lessee has the right to purchase the property	Belong to the Company until he/she has fully paid the installment and vested in full compliance with the terms of the lease. The right will belong to the hire purchaser.
Term of the agreement	3 years or more	No more than 3 years

(3) Factoring

The Company provides factoring (short term credit) for working capital for entrepreneurs. The Company typically purchases receivables without having collateral but there is a transfer of commercial debt claims on customers to the company. Transfer of rights (with recourse) means that the Company would have right to claim the customer. In case the debtor does not pay on time, the Company will focus on providing services to entrepreneurs, small and medium enterprises who need cash to current operations and business of trading goods and service without complexity in the context of the accounts receivable. For example, purchasing and selling in general, commodities or maintenance services of IT equipment, general office equipment. As a result of that, the Company would focus on the purchase of accounts receivable mainly from the government agencies and state enterprises including large private enterprises. In most cases, the Company would purchase receivables less than 90 days all the way through the accounts receivable of approximately 30 - 100 percent of face value of the document. When payment is due, the company would bill the amount directly to the debtor. After deducting interest and fees, the company would refund the difference to customers.

Other Services The Company also provides other services to enhance the turnkey business, mostly the Pro Finance. Due to high risk in providing such services, the customers who are eligible to use the services must be current customer with good payment history.

(4) Bid Bond

The Company started its business of providing Bid Bond in year 2010. The main goal was to support the issuance of a bank guarantee to those customers and operators who wish to bid in projects of the government agencies and state enterprises. The company provides loans credit in accordance with the bid bond. Customers must present a bank guarantee or collateral returned to the company on the agreed date. The company will receive service payment in terms of fee. The company will utilize credit facilities provided by the bank for issuing bid bond.

(5) Project Backup Financing

The Company provides credit to customers who need capital for the procurement of goods to be delivered to the government agencies, state enterprises, or large private enterprises. The applicants need a contract to deliver goods and services between the customer and the company's trade receivables for consideration. The loans take place in term of supporting projects for clients to supply or deliver goods and services are considered as high risk. Almost all customers have had business dealing records with the company already and have a good payment record. In order to reduce such risks of integrity, it also requires the transfer of right of claims in payment of amounts through the company. Once the customer has delivered the goods to the debtor and received the approval document. Most customers request for the factoring services with the company, their intention is primarily to make a loan payment. However, in cases the debtor of the customer has delayed in hand over of transaction, and then the customer cannot hand over documents to the company to receive factoring services within the due date. They will have to pay for the interest and penalty to the company.

(6) Trade Finance

The Company arranges products for those entrepreneurs who lack of funds in order to supply the products to government agencies, state enterprises, or large private enterprises. The company aims to continue to provide products from suppliers in accordance the customer needs and take the difference between cost price and sale price (sale price minus cost price). The company will check the products together with the customer and the debtor on site as well as the requirement of the transfer of right of claims in payment of amounts supported by the company or having a written authorization from the company. In most of the case, after the company has provided products for the customer and the customer has delivered them to the debtor and also received the approval document, the customer may request for factoring services, leasing services, or hire purchases services with the company in order to assure the repayment of such loans. However, in cases the debtor of the customer has delayed in hand over transaction, that causes the customer cannot take hand over documents to the company to receive loan within the due date. They will have to pay for the interest and penalty to the company.

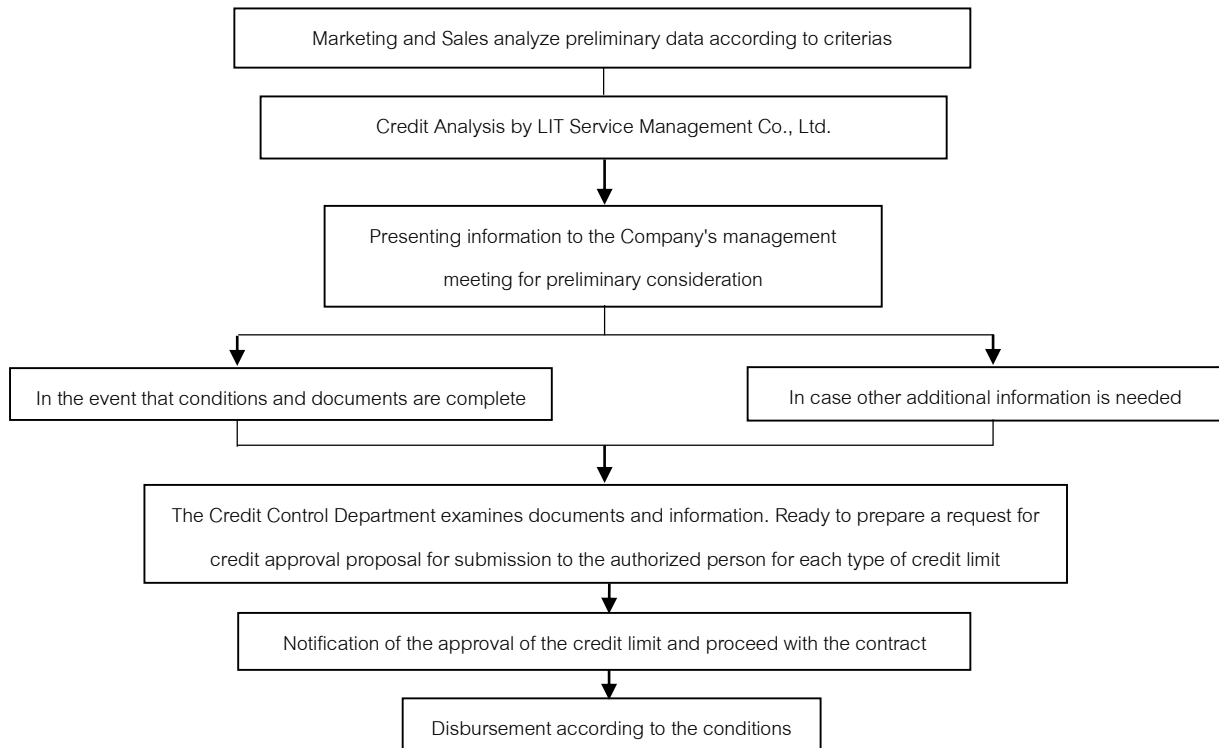
(7) Letter of Credit (L/C)

The company offers financial credit in form of Letter of Credit (L/C) to customers The Letter of credit is the document using to guarantee the payment of buyer. By using Letter of Credit, the seller will receive payment after delivering goods and the buyer will pay after receiving goods.

(8) Supplier Finance

Supplier Finance program allows the SMEs suppliers of the company who joins Supplier Finance program to receive immediate cash payment without waiting for credit term due of the seller. By doing this, supplier can improve their cash flow while the seller company, who joined the program, can improve their supply chain.

Credit Approval Process Guidelines for credit approval of the Company are as follows:



Guidelines for credit approval of the Company are as follows:

- 1) Initial consideration: Marketing and Sales Officer contacts, gathers information, collects customer documents for submission to LIT Service Management Co., Ltd. (subsidiary).
- 2) LIT Service Management Co., Ltd. conducts credit analysis by analyzing the leverage of customers and debtors, characteristics of the projects, ability to deliver goods or services of customers and evaluates the process of receiving repayment of debtors. The objective is to prove the debt status as to the extent to which it is reliable and the opportunities to receive money directly from the debtors mainly.
- 3) Data verification and credit analysis: Credit analysts of LIT Service Management Co., Ltd. will verify customer information, e.g. business registration, financial information, financial statements, bank statements, etc. from external and internal sources such as the Department of Business Development, Revenue Department, Business Online Plc., commercial banks, etc., including examination of trade receivables information, together with creation of Credit Approval by using the “Credit Policy” as guidelines on approving each type of credit so as to further present to the approval authority for credit approval. The Company will approve credit limit according to the policy of each product.
- 4) LIT Service Management Co., Ltd. and sales staff present information to the Credit Committee meeting in order to find ways or possibility of credit approval. In this meeting, credit approval is not yet approved. But the meeting is intended

to provide guidelines and various limitations as well as the possibility to approve. At this stage, the Sales and Marketing Account will inform customers about preliminary consideration results so that the customers are informed of guidelines and various limitations as well as the possibility. In case of need to modify the conditions, the customers will be informed before allowing proceeding to the next step by considering 5 key points as follows:

- (1) The debtor must be the government sector and large private sector.
- (2) Ability to transfer the right to receive payment, if not possible, the authority to receive payment or use controlled account can be assigned to the Company to control payment.
- (3) The customer is a business operator in that industry.
- (4) The products that the customer will deliver to debtor are not complicated and without uncontrollable delivery.
- (5) In case of problem that the debtor is unable to pay the debt, the customer has the ability to repay the Company.

After the approval at the meeting, the next process is to apply for Credit Approval and wait for the approval.

Control and monitoring of debtors

The Company keeps track of unpaid debts from the first day of the customer’s outstanding payment. Whether the customer has problems from business operations or other factors that may cause default on payment, which make the Company unable to receive debt repayment, the Company has a unit to closely and regularly follow the customers. The Company adheres to debt collection that must be done as quickly and efficiently as possible. The debt quality of all customer groups will be closely monitored. The monitoring results are also reported to the executives on a weekly basis Measures for monitoring will be taken as follows:

1) Not more than 3 months overdue	The Operation and the sales and marketing department track customers to determine the cause of delay in the account receivable and negotiate on fixing debts and report the summary to the executive meeting
2) Over 3 months overdue	If there is no progress, a claim letter is issued by the Legal Department
3) Over 4 months overdue	The customer cannot comply with the conditions previously negotiated. The Legal Department must send a claim letter
4) Over 6 months overdue	The customer fails to comply with the agreement, the Company will refer the case to the Company’s Legal Department (outsource) for taking further actions against the customer. The Operation Department closely monitors the work
5) In case of damage that clearly occurs	The Company takes legal proceedings for each measure simultaneously without waiting for the time or steps of each measure. It is necessary to implement all methods as quickly and efficiently as possible

2.2. Industries and Competition

(1) Competitive conditions within the industry, trends and future competition conditions

Leasing and hire purchase

There are differences regarding proprietary rights in Leasing and Hire Purchase. Upon expiration under the leasing contract, ownership will vest in the service provider (Lessor) while hire purchase ownership will vest in the tenant

(Borrower). Leasing has very high growth prospects lately as a result of the government's tax support for the tenants who are legal entities. Most lessors will focus on providing automobiles or machines, whereas providing less on IT due to rapid technology advancement. However, the Company's expertise in the IT industry and high level of demand in the IT industry among the educational sector of government agencies and state enterprises, who are the main debtor and groups of customers that the Company focuses on, this will enhance the Company growth along the IT industry. Furthermore, the Company is not limited to only providing services to IT industry, but also expanding to other industries.

Factoring

In these day, new types of credit systems have substantially improved and facilitated the borrowers as well as the increase in various funding channels has forced the factoring business to develop due to increasingly more competitive conditions. Financial institutions are considered major factoring business operators in Thailand with a competitive edge over the competitors, especially the lower financial costs. Despite several advantages, a delay in service may occur due to the large size of the organization and incur several other limitations. The Company, as a small-sized organization, is able to provide customers with faster and more efficient services to meet customers' demand. Moreover, the Company offers other additional credit services, namely Bid Bond, which tends to grow along with the government investment. Also, the strength of the Company is the ability to approve credits faster.

Most customers of the Company are small and medium-sized entrepreneurs with limitations on authorized share capital and collateral. As a result, such entrepreneurs do not receive credit from financial institutions. At the same time, delays in the approval process in financial institutions and most financial institutions do not focus on government sector or state enterprise debtors due to the project duration or the payment period unclearly specified unlike large private companies. Additionally, commercial banks have restrictions on lending which is under supervision of the Bank of Thailand. As a result, most of the Company's competitors are credit operators that are not financial institutions. The Company will focus on customers that are government agencies and state enterprises and provide credit services for all industrial groups. Meanwhile, other entrepreneurs will focus on customers that are private companies and have a customer base operating in the automobile industry.

Loan service

Loan Service is Pre-Finance credit to support SMEs for their operating their businesses. The parties to the contracts are government agencies or large private companies. The Company will select customers with a good record from factoring credit and consider lending money to carry out the projects, which is upstream credit. The Company will further benefit from providing factoring credit services because the customers have already transferred the claims to the Company. The customers will not be able to use such contract to apply to other financial institutions for loans.

Sales of product by means of installments

Sales of products by means of installments are the services that the customers initially pay certain amounts and pay the remaining amount later as installments. This service is for supporting college students and first jobbers as the Company will choose the customers based on certain criteria i.e. university, faculty and extra sources of income. The

Company will benefit from services fees on storing products and earn profits from selling products and the customers can take the products to further their education or extra sources of income.

(2) Marketing strategies and policies on products and services

The Company has defined the target customers into (1) SMEs whose customers are public sector entities and state enterprises comprising of 70% (2) SMEs whose customers are large private organizations comprising of 30% and the Company has diversified the business of the customers and not clustered on any particular business.

Apart from the target customers mentioned above, the Company has alongside set policies on marketing and risk management. By emphasizing on providing financial advice services to the customers and offer an appropriate credit to the customers' demand. Moreover, the Company provides channel for SMEs for getting credit more conveniently via the Company website. The marketing strategies are as follows:

- 1) Having a full range of main and ancillary products
- 2) Providing efficient, fast and turnkey services
- 3) Maintaining relationship with the customers
- 4) Clear service rate
- 5) Flexibility on providing credits

2.3. Core assets use in the Company's Business

Land and equipment The Company has fixed assets as of September 30, 2021 as the list below:

Type of assets	Ownership	Net book values As of September 30, 2021 (Million Baht)	Commitment
Building Improvement	Lessor	6.81	None
Building	Lessor	10.68	Right of Use assets
Vehicles	Lease IT PCL	6.82	Right of Use assets
Office equipment	Lease IT PCL	1.12	None
Furniture	Lease IT PCL	0.03	None
Computers	Lease IT PCL	0.57	None
Software	Lease IT PCL	15.26	None
Construction in progress	Lease IT PCL	21.99	None
Total		63.28	

Trade receivables and credit receivables Assets obtained from operating business are trade receivables and credit receivable, classified as follows:

Trade receivables and credit receivables	Consolidated Financial Statement					
	September 30, 2021		2020		2019	
	Receivables (Million Baht)	Percentage	Receivables (Million Baht)	Percentage	Receivables (Million Baht)	Percentage
Financial lease	103.64	4.28	100.57	3.74	115.18	4.32
Hire Purchase	71.32	2.95	105.30	3.91	129.67	4.87
Factoring	853.96	35.29	1,040.82	38.68	1,079.66	40.52
Trade Finance	2.50	0.10	2.60	0.10	4.65	0.17
Project Backup Financing	1,365.41	56.42	1,441.79	53.57	1,335.66	50.12
Trade receivables-Installments	23.22	0.96	-	-	-	-
Total	2,420.05	100.00	2,691.08	100.00	2,664.82	100.00

Note: Account receivables excluded allowance for expected credit losses (2019: Allowance for doubtful accounts)

Receivables could be classified to several types according to aging and allowance for expected credit losses as follows

Financial lease receivables

Financial lease receivables	Consolidated Financial Statement					
	September 30, 2021		2020		2019	
	Million Baht	Percentage	Million Baht	Percentage	Million Baht	Percentage
Not due	79.48	76.69	98.32	97.76	112.78	97.91
Up to 1 month	9.09	8.77	0.83	0.83	1.07	0.93
1-3 months	14.36	13.86	0.01	0.01	-	-
6-12 months	-	-	0.02	0.02	-	-
over 12 months	0.71	0.69	1.39	1.38	1.33	1.15
Total	103.64	100.00	100.57	100.00	115.18	100.00
Allowance for expected credit losses	3.49		0.63		1.37	
Net – Financial lease receivables	100.15		99.94		113.81	

As of September, 30 2021 and December, 31 2020, aging of financial lease receivables not due were 76.69% and 97.76% respectively. The decline in the rate is due to economic conditions and some customers lose their liquidity in business operation

Hire-purchase receivables

Hire purchase receivables	Consolidated Financial Statement					
	September 30, 2021		2020		2019	
	Million Baht	Percentage	Million Baht	Percentage	Million Baht	Percentage
Not due	62.91	88.21	95.71	90.89	112.33	86.63
Up to 1 month	3.18	4.46	0.83	0.79	1.99	1.53
1-3 months	0.15	0.21	5.45	5.18	0.01	0.01
3-6 months	0.01	0.01	0.01	0.01	0.32	0.25
6-12 months	1.76	2.47	1.16	1.10	1.79	1.38
over 12 months	3.31	4.64	2.14	2.03	13.23	10.20
Total	71.32	100.00	105.30	100.00	129.67	100.00
Allowance for expected credit losses	2.58		1.77		14.21	
Net – Hire purchase receivables	68.74		103.53		115.46	

As of September 30, 2021 and December 31, 2020, aging of hire purchase receivables not due were 88.21% and 90.89% respectively. The declined in the rate is due to COVID-19 pandemic which limits the business capacity to provide services. However, if the business is back to its normal conditions, the customers will pay amount due on time.

Factoring receivables

Factoring receivables	Consolidated Financial Statement					
	September 30, 2021		2020		2019	
	Million Baht	Percentage	Million Baht	Percentage	Million Baht	Percentage
Not due	499.62	58.51	792.85	76.18	861.67	79.81
Up to 1 month	67.97	7.96	102.53	9.85	45.98	4.26
1-3 months	41.55	4.87	37.46	3.60	21.27	1.97
3-6 months	48.24	5.65	12.42	1.19	44.64	4.13
6-12 months	101.96	11.94	26.74	2.57	53.13	4.92
over 12 months	94.62	11.08	68.82	6.61	52.97	4.91
Total	853.96	100.00	1,040.82	100.00	1,079.66	100.00
Allowance for expected credit losses	127.93		88.94		98.51	
Net – Factoring receivables	726.03		951.88		981.15	

As of September 30, 2021 and December 31, 2020, aging of factoring receivables not due were 58.51% and 76.18% respectively. In 9-month period ending on September 30, 2021, receivables aging over 3 months' amounts to 224.82 million baht. The decline in receivables not due is the result of more stringent policies on loan approval. However, the number of outstanding debtors are still increasing due to COVID-19 pandemic which adversely affects the economy. This in turn creates a risk of debt collection between customers and debtors. However, after the pandemic situation recovers, the quality of debtors will improve.

Project backup financing receivables

Project backup financing receivables	Consolidated Financial Statement					
	September 30, 2021		2020		2019	
	Million Baht	Percentage	Million Baht	Percentage	Million Baht	Percentage
Not due	400.82	29.36	704.80	48.88	1,003.12	75.10
Up to 1 month	102.38	7.50	61.04	4.23	6.49	0.49
1-3 months	282.83	20.71	398.87	27.66	86.29	6.46
3-6 months	58.69	4.30	89.17	6.18	78.98	5.91
6-12 months	283.64	20.77	46.91	3.25	110.70	8.29
over 12 months	237.04	17.36	141.00	9.78	50.08	3.75
Total	1,365.40	100.00	1,441.79	100.00	1,335.66	100.00
Allowance for expected credit losses	259.81		207.73		136.39	
Net –Project backup financing receivables	1,105.59		1,234.06		1,199.27	

As of September 30, 2021 and December 31, 2020, aging of project backup financing receivables not due were 29.36% and 48.88% respectively. In 9-month period ending on September 30, 2021, receivables aging over 3 months amounts to 579.37 million baht due to construction sector debtors who are directly affected by COVID-19 since January 2021 and following by lockdown measure on construction site in May 2021. As a result, the debts incurred certain limitations and delay in service delivery. However, the Company has set an allowance for expected credit loss amounting to 259.81 million Baht.

Trade finance receivables

Trade finance receivables	Consolidated Financial Statement					
	September 30, 2021		2020		2019	
	Million Baht	Percentage	Million Baht	Percentage	Million Baht	Percentage
Not due	-	-	-	-	1,994	42.92
Up to 1 month	-	-	1.75	67.31	-	-
1-3 months	-	-	0.76	29.23	0.795	17.11
3-6 months	-	-	-	-	1.857	39.97
6-12 months	2.47	98.80	-	-	-	-
over 12 months	0.03	1.20	0.09	3.46	-	-
Total	2.50	100.00	2.60	100.00	4.65	100.00
Allowance for expected credit losses	1.23		1.04		0.39	
Net –Trade finance receivables	1.27		1.57		4.26	

As of September 30, 2021, total trade finance receivables that amount to 2.50 million baht are those being restructured and the debtors acknowledge the debts. These amounts are being closely monitored.

Trade receivables-installments

Trade receivables - installments	Consolidated Financial Statement					
	September 30, 2021		2020		2019	
	Million Baht	Percentage	Million Baht	Percentage	Million Baht	Percentage
Not due	18.24	78.55	-	-	-	-
Up to 1 month	2.21	9.52	-	-	-	-
1-3 months	1.80	7.75	-	-	-	-
3-6 months	0.97	4.18	-	-	-	-
Total	23.22	100.00	-	-	-	-
Allowance for expected credit losses	1.07		-		-	
Net –Trade finance receivables	22.15		-		-	

As of September 30, 2021, total trade finance receivables - installments amount to 23.22 million baht. The company operates through its subsidiary and sells products by means of installments primarily to college-level students. The receivables not due were 78.55% and receivables due amount to 4.98 million baht or 21.45% are being closely monitored from loan collection officers and debt collection company.

Policies on allowance for expected credit losses

The Company recognized expected credit losses on financial assets which are measured at amortized cost using the General Approach. The Company classifies their financial assets into three stages based on the changes in credit risk since initial recognition as follow:

Stage 1: Financial assets where there has not been a significant increase in credit risk (Performing). The Company will use a probability of default that corresponds to remaining maturity for financial assets with a remaining maturity of less than 12 months.

Stage 2: Financial assets where there has been a significant increase in credit risk (Under – Performing). The Company recognized allowance for expected credit losses at the amount equal to the lifetime expected credit losses of financial assets.

Stage 3: Financial assets that are credit-impaired (Non-Performing). The Company recognizes allowance for expected credit losses at the amount equal to the lifetime expected credit losses of financial assets.

The Company is to evaluate the increase in credit risk of loan receivables, factoring receivables, and financial lease and hire purchase receivables since initial recognition by comparing the default risk between the reporting date and initial recognition date. For the basis used in the evaluation, the Group applies an internal quantitative and qualitative basis and uses forecast information to assess the deterioration in credit quality of customers such as Days past due, compliance with conditions under debt restructuring contracts or according to court proceedings, High-risk group and that are closely monitored by management.

The Company evaluate provision by each agreement thus in case customer couldn't deliver their work and there is any risk that they couldn't do within timeline. The Company has to record allowance for expected credit losses each agreement offset with any guarantee i.e. cash received in advance or deferred cash return.

Bad Debt Write-off Policy

The Company has write-off of bad debt policy under Ministerial Regulation No. 186, (B. E. 2534) Issued by the Revenue Code regarding the disposal of bad debts from accounts receivable which must be approved by the management or the Board of Directors, as the case may be, according to the Authority Table.

2.4. List of Board of Directors, Executives and Major Shareholders

Board of Directors as of September 30, 2021. The board of directors consists of 8 directors as follows:

Name of the director	Title
1. Pol.Gen. Jate Mongkolhutti	Chairman of the Board and Independent Director
2. Mr. Pongsak Chewcharat	Chairman of the Audit Committee and Independent Director
3. Mr. Suthud Khancharoensuk	Audit Committee and Independent Director
4. Mrs. Suda Suwannapirom	Audit Committee and Independent Director
5. Mrs. Wasara Chotithammarat	Audit Committee and Independent Director
6. Miss Parichatara Laotheerasirivong	Senior Executive Director
7. Mrs. Chonticha Supaluxmetha	Director and Managing Director
8. Miss Sitaphatr Nirojthanarat	Director and Deputy Managing Director

Remark: Miss Piyanan Mongkol is the secretary of the Company

Executives as of November 26, 2021. The list consists of top 10 major shareholders as follows:

Name of the executive	Title
1. Mrs. Chonticha Supaluxmetha	Managing Director and Managing Director of LIT Service Management Co.,Ltd (Subsidiary)
2. Miss Parichatara Laotheerasirivong	Senior Executive Director
3. Miss Sitaphatr Nirojthanarat	Deputy Managing Director Acting Chief Marketing Officer And Managing Director of Ulite Digital Co.,Ltd. (Subsidiary)
4. Mrs. Rungnapa Ogas	Assistant Managing Director
5. Ms. Pemika Patiroobwatee	Chief Financial Officer
6. Miss Piyanan Mongkol	Company Secretary and General Manager, Corporate Sustainability
7. Miss Prapapan Raktham	General Manager, Administration
8. Mr. Nuttawat Srilapho	General Manager, Sales and Marketing

Major Shareholders as of November 26, 2021. The list consists of top 10 major shareholders as follows:

No.	Shareholder Names	No. of Shares	Percent
1	SVOA Public Company Limited	79,280,601	35.80
2	Mr. Somchai Padphai	9,000,000	4.06
3	Mr. Pairoj Sittimonamnuay	5,848,000	2.64
4	Mr. Mint Intanate	4,102,660	1.85
5	Mr. Sompon Aketerajit	3,500,249	1.58
6	Mr. Sahatchai Rakmanut	3,320,000	1.50
7	Mrs. Sunee Aketerajit	2,772,430	1.25
8	Ms. Thitikul Saekeang	2,400,000	1.08
9	Mr. Pawawit Klinpratoom	2,200,000	0.99
10	Mr. Suthud Khancharoensuk	2,035,000	0.92
Other Investors		106,990,516	48.33
Total Shares		221,449,456	100.00

2.5. Records of Capital Increase and Decrease and Dividend Payment for the past 3 years

Records of Capital Increase and Decrease

At the Annual General Meeting (AGM) held on March 20, 2017, the shareholders approved the capital increase from Baht 200 million (200 million shares with a par value of Baht 1.00 per share) to Baht 300 million (300 million shares with a par value of aht 1.00 per share) by issuing 100,000,000 ordinary shares with a par value of Baht 1.00 per share to accommodate stock dividend payment and the issuance of Warrants to Purchase the Ordinary Shares of the Company No. 1 (LIT-W1).

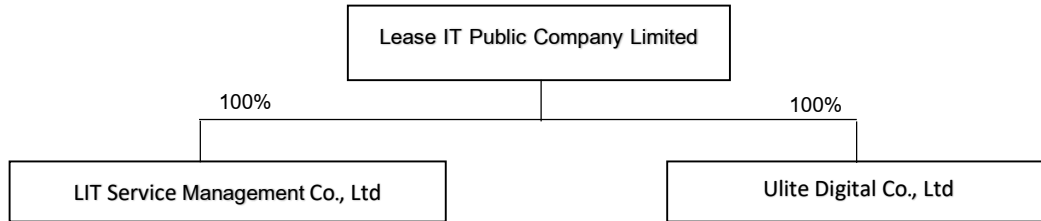
Records of Dividend Payment

Detail of Dividend Distribution	2018	2019	2020
Net profit (Baht)	148,846,269	103,097,600	71,241,213
Net profit (After transfer to statutory reserve)	142,967,408	103,097,600	71,241,213
Number of shares (Shares)	220,718,906	221,449,456	221,449,456
Dividend pay-out rate (Baht per share)	0.33	0.24	0.18
Total dividend paid (Baht)	72,837,238	53,147,869	39,860,902
Percentage of dividend paid compared with net profit as per the financial statements (%)	50.95	51.55	55.95
According to the policy (Yes/No) <u>Reason</u> :	Yes	Yes	Yes

2.6. Shareholding Structure of the Company Group

In operating the business of Lease IT Public Company Limited and its 2 subsidiaries: LIT Service Management Co., Ltd. and Ulite Digital Co., Ltd., the operations are as follows:

Shareholding Structure



Subsidiary Company	Business	Capital	Shareholding Proportion (Percent)
LIT Service Management Co., Ltd Register Number 0105561087567 MS Siam Tower, 29 th floor, Rama 3 Road, Chongnonsi, Yannawa, Bangkok	Provide credit information and analysis	Baht 10 Million	100%
Ulite Digital Co., Ltd Register Number 0105563164011 MS Siam Tower, 29 th floor, Rama 3 Road, Chongnonsi, Yannawa, Bangkok	Offers electronic installment payment service	Baht 10 Million	100%

Part 3
Financial Information

Statement of Financial Position – Assets

(unit: Thousand Baht)

Item	Consolidated financial statements			
	2018	2019	2020	September 30, 2021
Assets				
Current Assets				
Cash and cash equivalents	106,167.75	236,231.09	47,203.04	150,553
Current Investments	-	730,197.68	-	-
Trade and other receivables	8,059.01	35,040.79	5,153.37	2,420
Trade receivables - installments	-	-	-	22,155
Project backup financing receivables – current portions	833,745.18	877,543.62	816,410.07	573,590
Factoring receivables - current portions	991,729.79	940,335.50	899,537.23	666,042
Financial lease receivables - current portions	87,128.67	70,001.78	53,422.79	58,846
Hire purchase receivables- current portions	104,170.60	95,485.73	83,871.59	59,964
Non-Performing Assets	2,141.13	-	-	-
Other current financial assets – Trading securities	-	-	-	270,109
Other current assets	9,232.65	8,763.57	3,238.52	4,810
Total current assets	2,142,375	2,993,600	1,908,837	1,808,489
Non-current Assets				
Restricted bank deposits	101,143.73	46,738.35	75,494.44	89,541
Project backup financing receivables – net of current portions	226,199.70	321,727.65	417,649.45	532,002
Factoring receivables – net of current portions	40,916.93	40,809.99	52,346.27	59,994
Financial lease receivables – net of current portions	35,482.43	43,802.69	46,513.67	41,307
Hire purchase receivables – net of current portions	63,899.36	19,974.25	19,659.18	8,772
Investment in subsidiaries	-	-	-	-
Non-performing assets	-	2,141.13	2,141.13	2,141
Equipment	13,006.08	26,199.31	12,610.32	8,524
Right-of-use assets	-	-	20,655.30	17,498
Intangible assets	8,285.67	7,062.67	28,855.71	37,258
Deferred tax assets	31,786.35	48,689.51	60,022.15	78,478
Total non-current assets	520,720	557,146	735,948	875,515
Total assets	2,663,095	3,550,745	2,644,784	2,684,004

Source: Company's Financial Statements

Statement of Financial Position – Liabilities and Shareholders' Equity

(unit: Thousand Baht)

Item	Consolidated financial statements			
	2018	2019	2020	September 30, 2021
Liabilities and shareholders' equity				
Current liabilities				
Bank overdrafts and short-term loans from financial institutions	420,846.87	249,763.18	157,915.38	50,000
Trade and other payables	1,096.83	795.14	2,902.32	10,543
Short-term loans from subsidiaries	-	-	-	-
Current portion of long-term loans	12,665.00	-	-	-
Current portion of Debentures	149,941.34	847,966.96	865,585.59	669,672
Current portion of liabilities under hire-purchase receivables agreements	60,933.63	72,591.93	5,306.11	-
Current portion of liabilities under financial lease agreements	83.04	2,191.17	-	-
Current portion of lease liabilities	-	-	5,254.56	4,164
Income tax payable	23,496.71	15,032.65	17,599.46	6,348
Cash receipt awaiting for return to receivables	32,600.07	29,387.34	-	-
Other current financial liabilities	-	-	64,766.62	90,630
Other current liabilities	56,362.78	70,077.84	32,527.15	21,333
Total current liabilities	758,026	1,287,806	1,151,857	852,690
Non-current liabilities				
Debentures - net of current portion	695,565.78	1,100,908.55	389,738.46	780,837
Liabilities under hire-purchase agreements - net of current portion	38,684.45	5,306.11	-	-
Liabilities under finance lease agreements - net of current portion	-	2,898.18	-	-
Lease liabilities - net of current portion	-	-	11,084.02	8,277
Provision for long-term employee benefits	6,302.05	9,646.45	4,655.29	5,352
Other non-current provisions	-	-	384.78	385
Cash receipt awaiting for return to receivables	64,767.81	11,620.41	-	-
Other non-current liabilities	-	-	12,113.05	-
Total non-current liabilities	805,320	1,130,380	417,976	794,851
Total liabilities	1,563,346	2,418,186	1,569,833	1,647,541
Shareholders' equity				
Share capital				
Registered				
300,000,000 ordinary shares of Baht 1 each	300,000.00	300,000.00	300,000.00	300,000.00
Issued and fully paid-up				
221,449,456 ordinary shares of Baht 1 each	220,718.91	221,449.46	221,449.46	221,449.00

Item	Consolidated financial statements			
	2018	2019	2020	September 30, 2021
Share premium	76,473.39	82,317.79	82,317.79	82,318.00
Warrants	396,403.13	392,750.38	392,750.38	392,750.00
Retained Earnings	-	-	-	-
Appropriated – statutory reserve	30,000.00	30,000.00	30,000.00	30,000.00
Unappropriated	376,153.10	406,041.41	348,433.65	309,946.00
Equity attributable to owners of the Company	1,099,748.52	1,132,559.03	1,074,951.28	1,036,463.00
Non-controlling interests of the subsidiaries	-	-	-	-
Total shareholders' equity	1,099,748.66	1,132,559.40	1,074,951.45	1,036,463.00
Total liabilities and shareholders' equity	2,663,095	3,550,745	2,644,784	2,684,004

Source: Company's Financial Statements

Statement of Comprehensive income

(unit: Thousand Baht)

Item	Consolidated financial statements			
	2018	2019	2020	September 30, 2021
Revenue				
Interest income	257,232.65	290,929.80	248,732.31	169,700
Fee and service income	156,468.63	141,283.68	118,795.58	70,107
Other incomes	31,398.03	24,389.89	28,895.86	16,221
Total revenues	445,099	456,603	396,424	256,028
Expense				
Selling and distribution expenses	29,244.91	40,282.12	35,927.54	30,586
Administrative expenses	84,177.32	90,441.62	89,625.51	58,827
Expected credit losses	-	-	66,063.41	96,188
Bad debts and doubtful accounts	70,504.05	110,521.94	-	-
Total expense	183,926	241,246	191,616	185,601
Profit from operating activities	261,173.04	215,357.69	204,807.29	70,427
Finance cost	(69,251.22)	(83,977.95)	(86,658.44)	(66,030)
Profit before income tax expenses	191,922	131,380	118,149	4,397
Income tax expenses	(43,075.54)	(28,282.14)	(46,907.64)	(3,024)
Profit for the period	148,846	103,098	71,241	1,373
Other comprehensive income:				
Other comprehensive income not to be reclassified to profit or loss in subsequent periods				
Actuarial loss from post-employment benefits	-	(464.66)	-	-
Less: Income tax effect	-	92.93	-	-

Item	Consolidated financial statements			
	2018	2019	2020	September 30, 2021
Other comprehensive income for the year (loss)	-	(372)	-	-
Total comprehensive income	148,846	102,726	71,241	1,373

Source: Company's Financial Statements

Statement of Cash Flow

(unit: Thousand Baht)

Item	Consolidated financial statements			
	2018	2019	2020	September 30, 2021
Net cash flows from (used in) operating activities	(88,319.88)	17,306.85	54,254.76	360,536
Net cash flows from (used in) investing activities	(11,657.42)	(717,270.02)	681,506.03	(293,335)
Net cash flows from (used in) financing activities	142,587.33	830,026.51	(924,788.84)	36,149
Net increase (decrease) in cash and cash equivalents	42,610.03	130,063.34	(189,028.06)	103,350
Cash and cash equivalents at beginning of period	63,557.72	106,167.75	236,231.09	47,203
Cash and cash equivalents at end of period	106,167.75	236,231.09	47,203.04	150,553

Source: Company's Financial Statements

Financial Ratios

Item	Consolidated financial statements			
	2018	2019	2020	September 30, 2021
Current ratio (X)	2.83	2.33	1.66	2.12
Net Profit Margin (%)	33.44	22.58	17.97	0.54
Return on Equity (ROE) (%)	14.05	19.29	18.56	10.85
Return on Assets (%)	5.94	6.93	6.61	4.30
Interest Income on Assets (%)	10.27	9.36	8.03	8.54
Yield on Earning Assets (%)	10.74	11.09	9.23	8.91
Total Asset Turnover (%)	17.77	14.7	12.8	13.02
Debt to Equity ratio (X)	1.42	2.14	1.46	1.59
Reserve to NPLs Ratio (%)	60.04	61.52	72.75	68.90
Allowance for Doubtful Accounts to total loans (%)	6.24	9.42	11.12	16.33
Non-performing loans ration (%)	10.40	15.31	15.29	23.71
Loan from Financial Institution to total Debt Ratio (%)	30.52	10.95	11.01	3.30
Debentures to Interest Bearing Debt (%)	61.33	85.42	87.49	95.87
Other Interest Bearing debt to Interest Bearing Debt (%)	8.15	3.64	1.51	0.82

Management discussion and analysis**Overall performance**

Total revenues for nine-month period ended September 30, 2021 consists of interest income, fee and service income and other income which accounted for 66%, 27% and 7%, respectively. The main source of revenues is from interest income and fee and service income. The Company emphasizes on providing loans to public sector entities with relatively low risk products during economic slowdown which is due to the COVID-19 pandemic, the Company does so in order to control and prevent Non-performing loans (NPLs) in the future. As a result, total revenues in quarter 3 of 2021 decreased by 49.4 million baht.

Interest Income consists of services pertaining to financial lease, hire purchase, factoring and project backup financing. The details can be classified according to types of services provided for nine-month period ended September 30, 2021 and September 30, 2020

Interest Income (unit: thousand baht)	Nine-month period ended September 30			Change		
	2021	Percentage	2020	Percentage	Amount	Percentage
Installments	511	0.3%	0	0.0%	511	100.0%
Project backup financing	75,997	44.8%	93,379	48.9%	(17,382)	(18.6%)
Factoring	77,732	45.8%	83,567	43.8%	(5,835)	(7.0%)
Financial lease	9,354	5.5%	6,165	3.2%	3,189	51.7%
Hire Purchase	6,106	3.6%	7,795	4.1%	(1,689)	(21.7%)
Total	169,700	100.0%	190,906	100.0%	(21,206)	(11.1%)

For nine-month period ended September 30, 2021, total interest incomes amount to 169.7 million baht or a decline of 21.2 million baht or 11.1%. Such a decline was primarily due to a decrease in interest incomes from project backup financing amount to 17.4 million baht or 18.6% and a decrease in factoring amount to 5.8 million baht or 7% from the Company's more stringent lending policies as well as current economic pressure on various industries which in turn affects the customers' liquidity. Moreover, the aforementioned statements are supported by an increase in 3-12 months' overdue customer amount to 439.1 million baht, project backup financing amount to 302.3 million baht and factoring amount to 136.8 million baht. As a result of the COVID-19 pandemic and lockdown, construction-sector customers that work for government agencies incur limitations to work on construction sites and delays in project delivery.

However, the Company has provided allowance for expected credit losses for project backup financing and factoring amount to 259.8 million baht and 127.9 million baht, respectively.

Fee and service income consist of services pertaining to financial lease, hire purchase, factoring, project backup financing and bid-bond. The details can be classified according to types of services provided for nine-month period ended September 30, 2021 and September 30, 2020

Fee and service income (unit: thousand baht)	Nine-month period ended September 30			Change		
	2021	Percentage	2020	Percentage	Amount	Percentage
Installments	1,433	2.0%	-	0.0%	1,433	100.0%
Project backup financing	31,351	44.7%	45,334	50.1%	(13,983)	(30.8%)
Factoring	31,294	44.6%	37,919	41.9%	(6,625)	(17.8%)
Financial lease	132	0.2%	304	0.3%	(172)	(56.6%)
Hire Purchase	37	0.1%	34	0.0%	3	8.8%
Bid-bond	5,851	8.3%	6,909	7.6%	(1,058)	15.3%
Others	9	0.0%	19	0.0%	(10)	(52.6%)
Total	70,107	100.0%	90,519	100.0%	(20,412)	(22.6%)

For nine-month period ended September 30, 2021, total fee and service incomes amount to 70.1 million baht or a decline of 20.4 million baht or 22.5% due to a decrease in project backup financing in certain industries and adjustments on lending amount to match the quality of customers and debtors due to the economic factors and current COVID-19 situations.

Other incomes overdue interest payments account for 90% of total other incomes. For nine-month periods ended September 30, 2021, the Company received overdue interest income amounts to 14.1 million baht, a decline of 5.8 million baht or 29.1% comparing to the same period of the year before.

Liquidity and adequacy of the funds

(1) Source of funds and liquidity

	Consolidated		Change	
	9-month period 2021	9-month period 2020	Increase/ (decrease)	%
Net cash flows from (used in) operating activities	360.54	305.71	54.83	17.93%
Net cash flows from (used in) investing activities	(293.34)	608.93	(902.27)	(148.17%)
Net cash flows from (used in) financing activities	36.15	(980.46)	1,016.61	(103.69%)
Net increase (decrease) in cash and cash equivalents	103.35	(65.82)	169.17	(257.02%)

As of September 30, 2021, the Company has net cash flows from operating activities amount to 360.54 million baht due to a decrease in lending, net cash flows used in investing activities amount to 293.34 million baht due to purchase of trading securities and net cash flows from financing activities amount to 36.15 million baht due to issuance of a debenture during the year.

As of September 30, 2021, the end of 2020 and the end of 2019, the company has details of financial liabilities Equity and financial debt to equity ratio (only from financial institutions) as follows:

	Consolidated financial statements		
	September 30, 2021	2020	2019
Liabilities			
Bank overdrafts and short-term loans from financial Institution	50.00	157.92	249.76
Debenture	1,450.51	1,255.32	1,948.88
Other financial liabilities ¹	103.07	98.53	123.99
Other liabilities ²	43.96	58.06	95.55
Total liabilities	1,647.54	1,569.83	2,418.19
Total shareholders' equity	1,036.46	1,074.95	1,132.56
Total funds	2,684.00	2,644.78	3,414.18
Debt to Equity Ratio (X)	1.59	1.46	2.14

Remarks: ¹ other financial liabilities refer to liabilities under lease agreements, credit line security deposits, and payments waiting to be returned to debtors

² other liabilities refer to trade and other payables, reserve for employee benefits and income tax payable Company's source of funds can be classified into 2 types

Bank overdrafts and short-term loans from financial institutions

Under the short-term loan agreement, the Company must comply with certain terms in the agreement such as maintaining the debt to equity ratio in accordance with the rate stipulated in the contract and maintaining the shareholding ratio of major shareholders in the Company. Until now, the Company is able to maintain financial ratios as stated in every loan agreement with all financial institutions.

As of September 30, 2021, the Company has a total short-term and long-term credit line from financial institutions totaling 832.15 million baht, which is a short-term line consisting of overdrafts and promissory notes. At the end of 2021, there is approximately 732.15 million baht remaining and available for withdrawal.

Long-term loans from debentures and non-financial institution lenders (Non-Bank)

For debentures, there are certain rules that must be followed such as maintaining the value of claims for receiving payments from trade account receivables, project backup financing receivables, factoring receivables, financial lease receivables and hire purchase receivables which must not be less than 1.5 times of the value of the bonds that have not been redeemed throughout the term of the debentures and maintains a financial ratio in accordance with all conditions.

As of September 30, 2021, the Company has an outstanding balance from the issuance of the debentures of 1,457.40 million baht due in 2021 at 670.60 million baht, in 2022 at 393 million baht and in 2023 at 393.80 million baht.

The Company has adhered to the principle of managing the sources of funds in accordance with the debtor structure as follows:

- 1) Source of short-term funds to provide short-term loans that are factoring, bid-bond and project backup financing. The Company is able to adjust interest rates or fees according to the change in financial costs

- 2) Source of long-term funds to provide loans that are financial lease and hire purchase as well as factoring in case of using on ongoing basis. The Company can use such long-term loan agreements as collateral with financial institutions in order to provide credit to these customers. This enhances the Company's cash flow management.

However, the difference between the financial costs of the Company with the interest rate charged to the customer will be added to meet the risk of interest rate volatility that may occur. The Company has a liquidity ratio as of September 30, 2021, the end of 2020 and the end of 2019, the Company has a liquidity ratio of 2.12, 1.66 and 2.33, respectively as well as mitigating the risk of the Company's non-compliance to the terms of the loan agreements.

Liabilities

As of September 30, 2021 and the end of 2020, the Company has total liabilities of 1,647.54 million baht and 1,569.83 million baht, respectively. Most of the liabilities are overdrafts and short-term loans from financial institutions and debentures. The increase in total liabilities came from the issuance of additional debentures in the amount of 393.80 million baht during the year, but 200 million baht was repaid within the period by issuing debentures during the year for cash management and appropriate capital structure to expand the loan portfolio.

Shareholders' equity

Although the company covers a wide range of credit types for the customers, economic slowdown has affected the Company in a way that decrease the amount to loans approved to others as well as being cautious to mitigate risks from non-performing loans. As a result, revenues and profits for the nine-month period ended September 30, 2021 decreased which in turn decrease the retain earnings and shareholders' equity. The shareholders' equity as of September 30, 2021 and the end of year 2020 amounted to 1,036.46 and 1,074.95 million baht respectively. The return of assets (ROA) as of September 30, 2021 compared to the end of 2020 decreased to 10.85% from 18.56% due to a decrease in operating profits during the year.

Appropriateness of capital structure

As of September 30, 2021 and the end of 2020, the Company has debt to shareholders' equity ratio of 1.59 and 1.46 times, respectively. There is a slight increase in debt to equity ratio compared to the end of 2020 due to the issuance of debentures in the first quarter of the year to enhance working capital in portfolio expansion. The Company has so far maintained debt to equity ratio in accordance with the regulations of issuing debentures and other credit lines with financial institutions.

(2) Capital Expenditures

Since 2020, the Company has invested in information technology systems such as electronic document storage systems to increase storage security and reduce storage space. In addition, there is also the company's lending system and operations that is still in the process of being installed with a budget of 18 million baht and paid periodically according to the percentage of completion of the work. As of quarter 3 of 2021, the remaining capital expenditure is approximately 4.4 million baht and expected to be ready within 2021. Consequently, the Company anticipates that the Company's operation will be fast and accurate which enhances the service performance as well as provides information on timely basis for executive's decision-making process.

During 2021, the Company has invested in information technology regarding electronics payments by means of installments operated by Ulight Digital company limited with investment amounted 5.5 million baht and will be commencing the operation on March 2021.

The Company uses funds from cash flow received from debtors and from selling trading securities for capital expenditures.

(3) Factors that may affect credit rating

On September 23, 2021, the Company has a credit rating of BB+ with constant credit rating trend, according to TRIS Rating Company Limited. The previous credit rating was BBB- with negative credit rating trend due to the increase of NPLs to 19.57% at the end of June 2020, compared with 15.29% at the end of the year 2020. Such increase was the result of current economic conditions and COVID-19 situations as more than 50% of the NPLs are from construction sectors. Moreover, the cluster of long-term major debtors will gradually decrease and in time will relieve pressure on the Company's risk status as well as the implementation of TFRS 9 has exerted the level of consideration taken to evaluate the debtors' quality.

Moreover, the profitability ratios decrease significantly as the net profit margin decrease by 92% comparing to the same period the year before. The decrease in profitability level was due to a decline in asset quality which in turn affects return on asset ratio (ROA) and increase the level of expected level of credit losses.

According to the credit rating summary, Non-performing loans (NPLs) is the main factor attributable to level of credit rating received, which causes companies to decrease the amount of Non-performing loans, impose more stringent regulations on loan approval and decrease the loans granted to risky customer sectors. The Company has implemented since 2020 and as a result, the quality of assets in new loans has improved if compared to the loans granted during 2018-2019. The Company has also considered writing off bad debt of the debtors who are undergoing the legal process and that take longer than expected. As of quarter 3 of 2020, the Company wrote off bad-debt of 112 million baht or 4% of total loans. The percentage has increased if compared to the level of 1% in the past. However, the NPLs has increase to 8% in the first half of 2021 from 4% in 2020 due to overdue payments of one major debtor. If the Company does not take this single major debtor into account, NPL tends to improve as TRIST Rating expects that NPLs level will improve in the next 2-3 years, however, the credit rating will be affected if the circumstance does not meet TRIST's expectations.