

(F53-4)

Capital Increase Report Form
Stark Corporation Public Company Limited

August 1, 2022

We, Stark Corporation Public Company Limited (“the Company”), would like to report the resolutions of the Board of Directors' Meeting No. 5/2022 on July 29, 2022 at 15.30 hours regarding the capital increase and the allocation of the newly issued ordinary shares, as follows:

1. Capital increase

The Board of Directors' Meeting resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2022 to consider approving the increase of the registered capital of the Company by THB 1,500,000,000 from the existing registered capital of THB 15,875,206,607 to THB 17,375,206,607 by issuing 1,500,000,000 newly issued ordinary shares with a par value of THB 1.00 per share to be offered to the specific investors (Private Placement) by assigning the Board of Directors to set the offering price according to the market price and approving the amendment of clause 4 of the Company's Memorandum of Association (Registered Capital) to be in line with the increase of the registered capital of the Company, with the details as follows:

Capital Increase	Type of Shares	Number of shares (shares)	Par Value (THB per share)	Total (THB)
<input checked="" type="checkbox"/> Specific Purpose of Use of Proceeds	Ordinary Shares	1,500,000,000	1.00	1,500,000,000
	Preferred Shares	-	-	-

2. Allocation of Newly Issued Ordinary Shares

Allocated to	Number of shares (shares)	Ratio (old : new)	Sale price (Baht/share)	Date and Time for Subscription and Payment	Notes
Specific Investors (Private Placement) which are not Company's connected person	no more than 1,500,000,000	-	Please see Note	To consider and determine the details at a later time.	Please see Note

Note:

The Board of Directors' Meeting resolved to grant approval to propose to the Extraordinary General Meeting of Shareholders to consider approving the issuance and allocation of newly issued ordinary shares by issuing the amount of no more than 1,500,000,000 newly issued ordinary shares with a par value of THB 1.00 per share to be offered to the specific investors (Private Placement) by assigning the Board of Directors to set the offering price according to the market price.

The Company is in the process of (1) selecting investors with the characteristics, type and amount deemed to be the issuance and offering of newly issued ordinary shares to the specific investors (Private Placement) and (2) considering the selection of whom to be allocated the new ordinary shares to, which must be a potential investor who can actually invest in the Company who will not take part in the Company's operation or take a position as director or executive of the Company and not be a connected person according to the Notification of the Capital Market Supervisory Board Re: Rules for Connected Transactions and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Operating Principles of Listed Companies in Connected Transactions. The Company will make an announcement to the SET prior to the share offering.

The offering price to the specific investors (Private Placement) will be determined by the Board of Directors or the person assigned by the Board of Directors, including the Chairman of the Board of Directors or the Chief Executive Officer, whereby the offering price will be at the market price and the most optimum price in accordance with the market situation during the offering period to the investors, which shall not be lower than the weighted average price of the shares on the Stock Exchange of the past seven but not more than fifteen consecutive business days, which the offering date shall not be later than three business days before the first date of offering period to investors. Such price is subject to discount of up to 10 percent of the said price, pursuant to the Notification of the Capital Market

Supervisory Board re: approval for the listed companies to issue the newly-issued shares to the specific investors.

In the case of Private Placement offering at a price that is lower than 90 percent of the market price, before the SET's order to accept such newly issued ordinary shares as listed securities, the Company is obliged to prohibit investors from selling all such newly issued ordinary shares within one year from the date on the Company's newly issued ordinary shares start trading on SET. After six months, investors may sell up to 25 percent of the total number of shares that are subject to the restrictions in accordance with the requirements under the Notification of the Stock Exchange of Thailand re: Requirements, Conditions and Methods of Considering an Application to List Ordinary or Preferred Shares.

Shareholding percentage of investors in the Company following the issuance and offering of newly issued ordinary shares to the specific investors (Private Placement) must not cause the investors to have the obligation to make a mandatory tender offer required under the Notification of the Capital Market Supervisory Board re: Requirements, Conditions and Methods of Takeover including relevant rules and announcements or cause a breach of the foreign shareholding limit as provided under the Company's Articles of Association, which is currently at 49 percent of the total number of issued shares of the Company.

In this regard, the Board of Directors deemed it appropriate to propose to the Extraordinary General Meeting of Shareholders to consider authorizing the Board of Directors or the Chairman of the Board of Directors or the Chief Executive Officer and/or the person appointed and assigned by the Board of Directors or the Chairman of the Board of Directors or the Chief Executive Officer to have the power to determine and/or amend other details that are necessary and related to the issuance and offering of the newly issued ordinary shares to be allocated to the specific investors (Private Placement) as appropriate and to the extent that they are not inconsistent with related notification, regulation or law, including determining and amending the subscription date and offering date, payment method (whether in cash or in kind), and amount of newly issued ordinary shares allocated as well as the conditions and related details, word or text correction in the minutes of the shareholders' meeting, memorandum of association and/or various applications and/or take any action in order to comply with the order of the registrar in filing the registration of increase of registered capital of the Company to the Department of Business Development, Ministry of Commerce, signing the application and supporting documents related to the allocation of newly issued ordinary share to the specific investors, including contacting and submitting an application and supporting documents to government agencies or agencies involved in the allocation of newly issued ordinary shares as well as listing the

newly issued ordinary shares as listed securities on the SET, and taking any action as necessary and relevant for the successful allocation of newly issued ordinary shares to the specific investors, including appointing and assigning other appropriate persons to perform the above actions. Such action must be in accordance with the relevant laws and regulations regarding the issuance and offering of the newly issued ordinary shares.

3. Schedule for the Shareholders' Meeting for Approval of the Capital Increase and the allocation of the Newly Issued Ordinary Shares

It was resolved to schedule the date of the Extraordinary General Meeting No. 1/2022 which will be held on Friday, September 23, 2022 at 14.00 by broadcasting live via electronic devices from the meeting room at the Company's head office at No. 518/5 Maneeya Centre Building, 16th Floor, Ploenchit Road, Lumpini Sub-District, Pathumwan District, Bangkok and the record date to determine the list of shareholders entitled to attend the Meeting (Record Date) to be Tuesday, August 30, 2022.

4. Approval for Capital Increase/Newly Issued Ordinary Share Allocation from Relevant Authorities and Conditions of Such Approval

4.1 The Company is required to file the application for the increase of the registered and paid-up capital and amendment to the Memorandum of Association of the Company to be in line with the increase of the Company's registered capital to the Department of Business Development, the Ministry of Commerce.

4.2 The Company is required to obtain an approval from the Stock Exchange of Thailand (the "SET") for listing its newly issued ordinary shares as a result of the newly issued ordinary shares allocated to the Private Placement investors.

5. Purpose of Capital Increase and Use of Proceeds from the Capital Increase

The Company intended to issue new ordinary shares in order to provide the Company with additional funding sources for the acquisition of shares in LEONI Kabel GmbH, a limited liability company registered under the laws of Germany and LEONISche Holding Inc., a Delaware corporation registered under the laws of Delaware (collectively, the "Target Companies"), in the proportion of 100 percent of all ordinary shares of the Target Companies, with the value of the purchase price not higher than EUR 560 million (or approximately not higher than THB 20,572.89¹) whereby the amount will depend on the

¹ At the exchange rate publicized by the Bank of Thailand as of August 11, 2022 at THB 36.7373 per EUR

offering price of the newly issued ordinary shares to the Private Placement investors during the offering period. The Company anticipates that the targeted transaction will be completed by November 30, 2022.

6. Expected Benefits to the Company from the Capital Increase / Newly Issued Ordinary Share Allocation

6.1 The Company is able to raise funds in a short period of time and alleviate some investment burdens of existing shareholders in this capital increase.

6.2 A public offering of securities involves lengthy process of preparation and approvals from relevant authorities for uncertain period of time beyond control of the Company. Therefore, the Board of Directors considers it is an appropriate approach to raise funds through the issuance and offering of the newly issued ordinary shares to the Private Placement investors who have financial potentials and firm financial positions and who are prepared in paying price to increase the capital. The approach is appropriate and corresponds with the Company's objectives in fundraising. The Company will receive funds in an immediate term and can mitigate possible risks associated with fundraising amidst current economic volatility.

6.3 This capital increase will enable the Company to invest in the Target Companies, resulting in efficient operation of the Company for future growth.

7. Expected Benefits to the Shareholders from the Capital Increase / Newly Issued Share Ordinary Allocation

Dividend Payment Policy

The Company has a policy to pay dividends to the shareholders at the rate not less than 50 percent of its net profits based on the Company's separate financial statements after tax and statutory reserve as required by law, other reserves (if any) and commitments under the conditions of the loan agreements, whereby the Company shall consider the dividend payment by take into account various factors in the best interest to the shareholders, provided that such dividend payment shall not materially affect the ordinary course of business of the Company.

The rate of dividend payment is subject to change, depending on performance, necessity and other justifications in the future of the Company, other factors relating to the Company's operations and administration, provided that the Company shall have sufficient cash to operate its business and such arrangements must be in the best interest to the shareholders by resolution of the Board of Directors

for declaration of annual dividends, and such resolution of the Board of Directors must be proposed to seek approval from the shareholders' meeting, except for interim dividends, which the Board of Directors is empowered to approve and report such dividend payment to the next shareholders' meeting for information. Should the Company still have any accumulated loss, no dividends shall be paid, unless otherwise specified in the Articles of Association in respect of preferred shares. Dividends shall be paid equally according to the number of shares, subject to approval from the shareholders' meeting.

8. Other Details Essential for the Shareholders' Decision on Approval of the Capital Increase / Newly Issued Share Ordinary Allocation

Please see the conditions and additional details in the Information memorandum regarding the allocation of newly issued ordinary shares to the specific investors (Private Placement) of Stark Corporation Public Company Limited (Enclosure 5)

9. Schedule of Actions after the Board of Directors' Resolution to Approve the Capital Increase/Newly Issued Ordinary Share Allocation

Procedures	Day/Month/Year
1. The Board of Directors' Meeting No. 5/2022 passes its resolution on the increase of the registered capital and newly issued ordinary share allocation	July 29, 2022
2. The record date to determine the list of shareholders entitled to attend the Extraordinary General Meeting of Shareholders No. 1/2022 (Record Date)	August 30, 2022
3. The Extraordinary General Meeting of Shareholders No. 1/2022	September 23, 2022
4. Registration of the registered capital increase, and the amendment of the Company's Memorandum of Association with the Ministry of Commerce	Within 14 days from the date of the resolution of the Shareholders' Meeting
5. Offering for sale of newly issued ordinary shares to the Private Placement investors	Estimated within 3 months from the date that the shareholders meeting resolves to approve the

Procedures	Day/Month/Year
	issuance and offering of newly issued ordinary shares to the Private Placement investors, subject to market conditions
6. Registration of the paid-up capital with the Ministry of Commerce	Within 14 days from the date of the allotment of the newly issued ordinary shares to the Private Placement investors
7. Filing the application for listing the newly issued ordinary shares offered to the Private Placement investors to the SET	Within 30 days after the completion of the offering of the newly issued ordinary shares to the Private Placement investors

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

Sincerely yours,

-Mr. Chanin Yensudchai-

(Mr. Chanin Yensudchai)

Chairman