

**Preliminary details of the issuance and offering of the newly-issued ordinary shares of
Sri Trang Gloves (Thailand) Public Company Limited (STGT)
to the directors, executives, and/or employees of STGT and STGT's subsidiaries
(STGT ESOP)**

1. Objectives and Necessity:

1. To create motivation and give reward for the performance of the directors, executives and/or employees of STGT and STGT's subsidiaries for their hard work in the best interests of STGT and its shareholders;
2. To create motivation for the directors, executives and/or employees of STGT and STGT's subsidiaries who have outstanding performance and are hard to replace, to continue working with STGT in the long term in order to achieve the business goals;
3. To keep employees who are knowledgeable and have ability working with STGT in the long run; and
4. For the employees to feel that they become one of the owners in order for them to have the same objectives as the shareholders, and to focus on the growth and sustainability of STGT.

STGT ESOP must be approved by the shareholders meeting of the Company in accordance with the criteria and conditions specified under the Notification of the Capital Market Supervisory Board No. TorChor. 32/2551 Re: Offer for Sale of Newly-issued Securities to Directors or Employees (including any amendment thereto), and is subject to the successfulness of the issuance and offering of the newly-issued ordinary shares of STGT in the initial public offering (IPO) and the listing of STGT on the Stock Exchange of Thailand (the "SET").

2. Details of the newly-issued ordinary shares issued under STGT ESOP

Type of securities : The newly-issued ordinary shares of STGT issued and offered to the directors, executives, and/or employees of STGT and STGT's subsidiaries.

Term : Two years from the date on which the ordinary shares of STGT are listed on the SET.

Number of newly-issued ordinary shares to be issued and offered : Not exceeding 10,000,000 shares, at the par value of THB 1 per share, equivalent to not exceeding 0.70 percent of the total issued shares and total voting rights of STGT after the IPO.

In this regard, the final number of shares to be issued and offered, and the offering value under STGT ESOP will be disclosed in the Registration Statement for Offer for Sale of Securities of STGT, and/or the draft prospectus of STGT, and/or via the announcement system of the SET.

Offering price per share : The first offering price per share under STGT ESOP at the date of IPO is equivalent to 90.00 percent of the IPO price, and the subsequent offering prices per share under STGT ESOP in the first to second year after the IPO will be equivalent to 90.00 percent of the market price as specified under the Notification of the Office of the Securities and Exchange Commission regarding the Calculation of Offer Price of Securities and Determination of Market Price for Consideration of Offer For Sale of Newly-issued Shares with Discount.

In this regard, in the case where any of the offering prices are lower than the par value, STGT is required to offer the newly-issued ordinary shares to the directors, executives, and/or employees of STGT and STGT's subsidiaries under STGT ESOP at a price equivalent to the par value, subject to Section 52 of the Public Limited Companies Act B.E. 2535 (as amended).

Offering period

- : STGT will offer the newly-issued ordinary shares by means of a programme. STGT will offer the newly-issued ordinary shares for the first time on the date of the IPO in the number of 40.00 percent of the total newly-issued ordinary shares to be offered under STGT ESOP, or not exceeding 4,000,000 shares, and will offer the newly-issued ordinary shares under STGT ESOP two more times during the first to second year after the IPO, each in the number of 30.00 percent of the total newly-issued ordinary shares to be offered under STGT ESOP, or not exceeding 3,000,000 shares for each offering. In this regard, STGT will complete the offering within the term of the programme, and it will commence the offering after it is granted approval for the IPO from the Office of the Securities and Exchange Commission.

The "Offering Date" means the date on which the Board of Directors of STGT or the person delegated by the Board of Directors of STGT, passes a resolution or approves as the date to offer the newly-issued ordinary shares to the directors, executives, and/or employees of STGT and STGT's subsidiaries under STGT ESOP. STGT will schedule the date to offer the newly-issued ordinary shares to the directors, executives, and/or employees of STGT and STGT's subsidiaries to be the same, i.e., the date of the first offering of the newly-issued ordinary shares under STGT ESOP is the same as the date of IPO. For the other two offerings (the offering in the first and second year after the IPO), the shares will be offered during 1 July – 15 July 2021 and 2022.

The "Record Date" means:

1. For the allocation of newly-issued ordinary shares at the date of IPO: the date on which the shareholders meeting of STGT passes a resolution or approves the names of the persons who are entitled to the allocation of the newly-issued ordinary shares under STGT ESOP which is expected to be around 22 November 2019.
2. For the allocation of newly-issued ordinary shares during the first to second year after the IPO: the date on which the Board of Directors of STGT or the person delegated by the Board of Directors of STGT, passes a resolution or approves the names of the persons who are entitled to the allocation of the newly-issued ordinary shares under STGT ESOP. In this regard, the names of such persons will be determined based on the names of the persons entitled to the allocation of the newly-issued ordinary shares under STGT ESOP as approved by the shareholders meeting of STGT or the names of executives and/or employees that the Executive Committee of STGT and/or the person delegated by Executive Committee of STGT will be determined.

Conditions of the allocation

: The directors, executives, and/or employees of STGT and STGT's subsidiaries who are entitled to the allocation of the newly-issued ordinary shares must be subject to the following conditions:

1. As at the Record Date, a director, executive, and/or employee must be a director, executive, and/or employee of STGT and STGT's subsidiaries for a period of no less than three months, must not be under a probationary period, and must remain a director, executive, and/or employee of STGT and STGT's subsidiaries at the Offering Date; and
2. Each director will be entitled to equal number of ordinary shares, while the number of ordinary shares to which each executive, or employee will be entitled may not be the same and will depend on the position, experience, responsibility, term of employment, achievement, capability and performance, as well as potential benefits to STGT.

In the case where there are directors, executives, and/or employees of STGT and STGT's subsidiaries who wish not to exercise their rights to purchase the newly-issued ordinary shares on the Offering Date, Executive Committee of STGT and/or the person delegated by Executive Committee of STGT may determine the names of other executives and/or employees of STGT and STGT's subsidiaries for the allocation instead within the offering and allocation period, in accordance with the conditions of the allocation. In this regard, each executives and/or employee will be entitled to the allocation of not exceeding 5.00 percent of the total number of shares to be offered under STGT ESOP.

Persons entitled to the allocation and the number of shares to be allocated

: The directors of STGT who are entitled to the allocation of the newly-issued ordinary shares, and the number of shares to which they are entitled are as follows:

Names	Position	Number of shares to be allocated (shares)
Mr. Prakob Visitkitjakarn	Chairman of the Board of Directors / Independent Director / Chairman of the Audit Committee / Member of the Nomination Committee / Chairman of the Remuneration Committee	300,000
Mr. Kitichai Sincharoenkul	Vice Chairman / Chairman of the Nomination Committee / Executive Director	300,000
Mr. Viyavood Sincharoenkul	Director / Chairman of the Executive Board	300,000

Mr. Veerasith Sinchareonkul	Director / Chairman of the Risk Management Committee / Executive Director	300,000
Mrs. Unakorn Phruithithada	Director / Independent Director / Member of the Audit Committee	300,000
Mr. Weerakorn Ongsakul	Director / Independent Director / Member of the Audit Committee / Member of the Remuneration Committee / Member of the Risk Management Committee	300,000
Ms. Jarinya Jirojkul	Director / Member of the Nomination Committee / Member of the Remuneration Committee / Member of the Risk Management Committee / Executive Director	300,000
Ms. Thanawan Sa-ngiamsak	Director / Member of the Risk Management Committee	300,000
Mr. Vitanath Sincharoenkul	Director / Executive Director	300,000
Mr. Anan Pruksanusak	Director / Executive Director	300,000
Mr. Chia Chee Ping	Director	300,000
Mr. Sarana Boonbaichaiyapruck	Director / Independent Director	300,000

In this regard, there are no directors, executives, and/or employees of STGT who are allocated the newly-issued ordinary shares in a number exceeding 5.00 percent of the total number of shares offered for sale under STGT ESOP.

The director who is executive and/or employee will not be allocated the newly-issued ordinary shares for his position as executive and/or employee.

The allocation of newly-issued ordinary shares under STGT ESOP will not cause the group of Sincharoenkul family, which consists of Mr. Viyavood Sincharoenkul, Mr. Kitichai Sincharoenkul, Mr. Paul Sumade Lee, Mrs. Voradi Sincharoenkul, Mr. Veerasith Sinchareonkul, Mr. Somwang Sincharoenkul, Mr. Vitanath Sincharoenkul, and Sri Trang Holdings Company Limited, to directly or indirectly hold shares in STGT in an amount exceeding 10.00 percent of the paid-up capital of STGT after the

first day of trading, which will be disclosed in the Registration Statement for Offer for Sale of Securities of STGT, and/or the draft prospectus of STGT.

Secondary Market : STGT will list the newly-issued ordinary shares on the SET.

Effects on the shareholders : **Price Dilution:**

In the case where all 10,000,000 newly-issued ordinary shares are allocated to the directors, executives, and/or employees of STGT and STGT's subsidiaries, the market price of the STGT's shares will decrease by 0.07 percent based on the assumption that: the market price of STGT shares is the IPO price; and the offering price of the newly-issued ordinary shares to be offered to the directors, executives, and/or employees of STGT and STGT's subsidiaries is equivalent to 90.00 percent of the market price; and STGT issues the shares in the IPO amounting to 31.00 percent of the total paid-up capital of STGT after the IPO, and all of the shares are sold.

Earnings Per Share Dilution and Control Dilution:

Considering the number of the newly-issued ordinary shares of STGT to be issued and offered under STGT ESOP does not exceed 10,000,000 shares, at the par value of THB 1 per share, equivalent to 0.70 percent of the total issued shares of STGT after the IPO, the profit sharing or voting rights of the shareholders of STGT will decrease by not exceeding 0.70 percent of the profit sharing or voting rights of the shareholders of STGT compared to the total issued shares of STGT after the IPO.

In addition, considering at present, the Company and its subsidiaries hold 81.08 percent of the total shares in STGT, this offering under STGT ESOP will cause the profit sharing or voting rights of the shareholders to decrease by not exceeding 0.57 percent of the profit shares or voting rights of the shareholders of STGT (calculated based on the shareholding percentage of the Company and the Company's subsidiaries in STGT of 81.08 percent multiplied by the Earnings Per Share Dilution and Control Dilution, which are 0.70 percent).

3. Shareholders' rights to oppose the offering of securities

STGT ESOP must be approved by the shareholders meeting of the Company by votes of no less than three-quarters (3/4) of the total votes cast by the shareholders attending the meeting and being entitled to vote, and there shall not be shareholders holding shares in an aggregate number of more than 10.00 (ten) percent of the total votes of the shareholders attending the meeting and voting to oppose the offering of the newly-issued ordinary shares of STGT under STGT ESOP.

4. Independent directors available for the appointment of proxy to attend the meeting and exercise the rights on behalf of the shareholders

1. Ms. Anusra Chittmitrapap
2. Mr. Kriang Yanyongdilok
3. Mr. Samacha Potavorn
4. Gen Thanasorn Pongarna