

## Enclosure 3

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Information on the increase in capital and the allocation of the newly-issues ordinary shares as reserved for the stock dividend



(Translation)

**Capital Increase Report Form**  
**JWD Infologistics Public Company Limited**  
**23 February 2016**

I, JWD Infologistics Public Company Limited (“the Company”) hereby reports that Board of Directors Meeting No. 1/2016, held on 23 February 2016 at 3.30 p.m. to 5.00 p.m., passed a resolution concerning the following capital increase and share allotment.

**1. Capital increase**

The Board of Directors Meeting has approved the increase of the Company’s registered capital from Baht 300,000,000 to Baht 510,000,000 by issuing 420,000,000 ordinary shares at a par value of Baht 0.50, totaling Baht 210,000,000. The details are as follows:

Type of capital increase	Type of share	Number (shares)	Par value (Baht/share)	Total (Million Baht)
Specify the purpose of utilizing proceeds	Ordinary Share	420,000,000	0.50	210

**2. Allotment of shares**

The Board of Directors has approved the allotment of 420,000,000 ordinary shares, at a par value of Baht 0.50, totaling Baht 210,000,000, to reserve for the stock dividend subject to the shareholders’ approval. The details of the allotment are shown in the table below.

**2.1 The details of the allotment**

Allotted to	Number (shares)	Ratio (old: new)	Exercise Price (Baht/share)	Subscription and payment period	Notes
Existing Shareholders	420,000,000	10 : 7	-	To reserve for the stock dividend	Stock Dividend

**2.2 The Company’s plan in case there is a fraction of shares remaining.**

The dividend will be paid in the form of cash in the amount of Baht 0.35000, in case that any shareholder holds the indivisible share remaining after the allocation.

**2.3 The number of shares remaining from the allotment**

-None-

**3. Schedule for shareholders’ meeting to approve the capital increase/share allotment**

The Annual General Meeting of Shareholders for the year 2016 will be held on 26 April 2016 at 2.00 p.m. at Ballroom, 3<sup>rd</sup> Floor at The Grand Fourwings Convention Hotel Bangkok, 333 Srinakarin Road, Hua Mak Sub-District, Bang Kapi District, Bangkok 10240. The Record Date, to determine the shareholders who have the right to attend the meeting and vote, will be on 9 March 2016, and the share registration book (under Section 225 of the *Securities and Exchange Act B.E. 2535*) will be closed on 10 March 2016.

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

The Company will register the increase of registered capital within 14 days after the Annual General Meeting of Shareholders' resolution.

The Company will register the increase of paid-up capital at the Department of Business Development, Ministry of Commerce when allocate the stock dividend to the Shareholders are completed and seek approval from the Stock Exchange of Thailand to list the newly issued ordinary shares as securities that can be publically traded.

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

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

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

- To increase the Company's stock liquidation.
- To retain the working capital for the Company's operation.

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

7.1 Dividend policy

The Company has established a dividend policy for shareholders at a rate of not lower than 40% of net profit from the Company's separate financial statements after the deduction of corporate income tax and legal reserve requirements. However, the Company may consider paying the dividend differently from that specified in the policy under the conditions that such action shall produce the highest returns for the shareholders of the Company while increasing business profits, enhancing financial stability and liquidity, and supporting necessary spending for business operations and expansion in all economic conditions.

7.2 Rights to receive dividends from the Company

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

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

-None-

**9. Schedule of action where the Company's board of directors passes a resolution approving a capital increase or allotment of new shares**

No.	Procedures for the Capital Increase	Date Month Year
1	Board of Directors' resolution to pay dividend in form of share dividend by increase capital/allot new ordinary shares for the stock dividend.	23 February 2016
2	Notify Stock Exchange of Thailand re Board of Directors' resolution.	23 February 2016
3	Determine the shareholders who have the right to attend the Annual General Meeting of Shareholders for the year 2016. (Record Date)	9 March 2016
4	Close share registration book in accordance with Section 225 of the <i>Securities and Exchange Act, B.E. 2535</i> .	10 March 2016
5	Annual General Meeting of Shareholders for the year 2016	26 April 2016

6	Determine the shareholders who have the right to receive the stock dividend (Record Date)	10 May 2016
7	Close share registration book in accordance with Section 225 of the <i>Securities and Exchange Act, B.E. 2535</i> .	11 May 2016
8	Date of dividend payment by issuing stock dividend and cash dividend	23 May 2016

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

Signed \_\_\_\_\_ *-Signed-* \_\_\_\_\_ Authorized director  
( Mr. Charvanin Bunditkitsada )  
Director

Signed \_\_\_\_\_ *-Signed-* \_\_\_\_\_ Authorized director  
( Ms. Orwan Voranij )  
Director