

COTTO 038/2023

13 December 2023

Subject Notification on the Receipt of the Report on the Result of Tender Offer for the Securities of SCG Ceramics Public Company Limited (Form 256-2)

To President
The Stock Exchange of Thailand

Enclosure Copy of Report on the Result of Tender Offer for the Securities of SCG Ceramics Public Company Limited (Form 256-2)

According to the information memorandum disclosure by SCG Ceramics Public Company Limited (the “**Company**”) regarding the receipt of a copy of the Tender Offer (Form 247-4) to delist the Company’s securities from being listed on the Stock Exchange of Thailand (the “**SET**”) from SCG Decor Public Company Limited (“**SCGD**”) as the tender offeror. The Tender Offer Period for the Company’s securities was set from 1 November 2023 to 6 December 2023 and the consideration will be paid in the form of SCGD’s newly issued ordinary shares, and there will be no cash alternative.

The Company would like to inform you that on 13 December 2023, the Company has received a copy of the report on the result of tender offer for the securities of the Company (Form 256-2) from SCGD. The details of which are set out in the Enclosure.

Please be informed accordingly.

Yours faithfully,

SCG Ceramics Public Company Limited

(Mr. Numpol Malichai)
Managing Director

(Translation)

13 December 2023

Subject: Submission of the Report on the Result of Tender Offer for the Securities of SCG Ceramics Public Company Limited (Form 256-2)

To: Secretary General, the Office of the Securities and Exchange Commission
President, the Stock Exchange of Thailand
Board of Directors of SCG Ceramics Public Company Limited
Securities Holders of SCG Ceramics Public Company Limited

Enclosed: The Report on the Result of Tender Offer for the Securities of SCG Ceramics Public Company Limited (Form 256-2)

SCG Decor Public Company Limited (the “**Tender Offeror**”) has made a tender offer for all securities of SCG Ceramics Public Company Limited (the “**Business**”) currently held by other shareholders in the total amount of 1,028,574,671 shares, equivalent to 17.25 percent of the total number of issued and paid-up shares and the total voting rights of the Business with the tender offer period of 25 business days from 1 November 2023 to 6 December 2023.

In accordance with the Notification of Capital Market Supervisory Board No. TorChor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers dated 13 May 2011 (including any amendment thereto), the Tender Offeror would like to submit the Report on the Result of Tender Offer for the Securities of the Business (Form 256-2) to the Office of the Securities and Exchange Commission, which shall be used for your acknowledgement and reference on this tender offer. The details of which are set out in the enclosure.

Please be informed accordingly.

SCG Decor Public Company Limited

- *Mr. Roongrote Rangsiyopash* -

(Mr. Roongrote Rangsiyopash)

Authorized Director

- *Mr. Numpol Malichai* -

(Mr. Numpol Malichai)

Authorized Director

The Tender Offeror

REPORT ON THE RESULT OF THE TENDER OFFER

13 December 2023

To: Secretary-General
The Office of the Securities and Exchange Commission

We, SCG Decor Public Company Limited (the “**Offeror**”) hereby report the result of the tender offer for securities of SCG Ceramics Public Company Limited (the “**Business**”) as follows:

1. Shares

	Type of shares	No. of shares	Percentage of total issued and paid-up shares of the Business*	Percentage of the total voting rights*
Shares held prior to the Tender Offer				
- SCG Decor Public Company Limited	Ordinary Shares	4,934,046,562	82.75	82.75
- Person under Section 258 i.e. The Siam Fibre-Cement Company Limited		126	0.00	0.00
Number of shares offered to purchase	Ordinary Shares	1,028,574,671	17.25	17.25
Number of shares offered for sale	Ordinary Shares	975,577,058	16.36	16.36
Number of shares purchased	Ordinary Shares	975,577,058	16.36	16.36

Note: As of 6 December 2023, the Business has total paid-up ordinary shares of 5,962,621,233 shares

2. Convertible Securities

-None-

* The total number of outstanding securities = ordinary shares + preferred shares – repurchased by the Business (Treasury shares) and are outstanding at the end of month prior to the month in which the announcement of the intention to make a tender offer is submitted

3. Number of securities held by each of the Offeror after the tender offer, including the number of securities held by persons in the same group as the Offeror, the persons prescribed under Section 258 of the Offeror, and the persons in the same group as each of the Offeror

3.1 Ordinary Shares

Name	No. of shares	Percentage of total issued and paid-up shares of the Business*	Percentage of the total voting rights*
I. The Offeror			
- SCG Decor Public Company Limited	5,909,623,620	99.11	99.11
II. Persons in the same group of the Offeror	-	-	-
III. Related parties under Section 258 of the Offeror i.e. The Siam Fibre-Cement Company Limited	126	0.00	0.00
IV. Other agreements resulting in additional acquisition of shares by the persons under I to III	-	-	-
Total	5,909,623,746	99.11	99.11

Note: As of 6 December 2023, the Business has total paid-up ordinary shares of 5,962,621,233 shares

3.2 Convertible Securities

-None-

* The total number of outstanding securities = ordinary shares + preferred shares – repurchased by the Business (Treasury shares) and are outstanding at the end of month prior to the month in which the announcement of the intention to make a tender offer is submitted

We hereby certify that the above information is correct, complete and accurate, without misleading information and no concealment is made on any material information which should be disclosed.

SCG Decor Public Company Limited

- Mr. Roongrote Rangsiyopash -

(Mr. Roongrote Rangsiyopash)

Authorized Director

- Mr. Numpol Malichai -

(Mr. Numpol Malichai)

Authorized Director

The Tender Offeror