

**Summary of Key Features of Warrants to Purchase Newly Issued Ordinary Shares of
One to One Contracts Public Company Limited No. 1**

Issuer	One to One Contracts Public Company Limited (the “ Company ”)
Name	Warrants to Purchase Newly Issued Ordinary Shares of One to One Contracts Public Company Limited No. 1 (“ OTO-W1 Warrant ”)
Type	In named certificate and transferable
Number of warrants issued	Not exceeding 140,000,000 Units
Number of shares reserved to accommodate the exercise of right	Not exceeding 140,000,000 shares (par value at THB 1.00 per share) which represents 50 percent of the total number of shares sold of the Company which does not exceed 50 percent of the total number of shares sold of the Company in accordance with the rules prescribed by the Notification of the Capital Market Supervisory Board.
Offering methods / Allocation ratio	<p>The Company will allocate the OTO- W1 Warrants to the existing shareholders proportionate to their respective shareholding at the allocation ratio of 4 ordinary shares to 1 unit of the OTO-W1 Warrants.</p> <p>In this regard, any fractions from the calculation for allocation of the OTO- W1 Warrants shall be discarded.</p>
Offering price per unit	THB 0.00 per unit
Exercise ratio	<p>1 unit of the OTO- W1 Warrants is able to purchase 1 ordinary share of the Company unless the exercise ratio is otherwise adjusted pursuant to the conditions concerning the right adjustment.</p> <p>Any fractions of shares or warrants from the calculation shall be discarded.</p>
Exercise price	THB 3 per share unless there is an adjustment of the exercise price according to the conditions for the adjustment of rights
Issuance date of warrant	The Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person assigned by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer will determine the issuance date of the OTO-W1 Warrants.
Term of warrants	3 years from the issuance date of the OTO-W1 Warrant
Exercise period	<p>The holders of the OTO-W1 Warrant shall be entitled to exercise their rights under the OTO- W1 Warrant 2 times when the OTO- W1 warrants is due (a) at 1 year and 6 months from the date of issuance of the warrants and (b) at the maturity date of 3 years from the date of issuance of the warrants.</p> <p>However, if the exercise date falls on the Company's holiday, such exercise date shall be postponed to a business day prior to the exercise date.</p>

Period for serving notice of intention to exercise right	The OTO-W1 Warrants holders who wish to exercise their rights to purchase the newly issued ordinary shares of the Company shall notify their intention to exercise the OTO-W1 Warrants within a period of 5 business days prior to each exercise date. If the exercise date falls on the Company's holiday, such exercise date shall be postponed to a business day prior to the exercise date except for the last exercise date that shall notify the intention to exercise the OTO-W1 Warrants within, 15 days prior to the last exercise date.
Inability to cancel the notification of intention to exercise rights	When the OTO- W1 Warrants holders have notified their intention to exercise the right to purchase ordinary shares under the OTO-W1 Warrants, it will not be able to cancel the notification of intention to exercise such right.
Secondary market of warrants	The Company will file the application for listing the OTO-W1 Warrants on the Market for Alternative Investment as the listed securities.
Secondary market for ordinary shares issued from exercise of warrants	The Company will list the ordinary shares arising from the exercise of the OTO-W1 Warrants to be listed on the Market for Alternative Investment.
Events requiring to issue new shares to accommodate right adjustment	<p>The Company will adjust the exercise price and the exercise ratio pursuant to the conditions concerning the right adjustment upon the occurrence of any of the events stipulated in the terms and conditions of the OTO-W1 Warrants which fall under the events prescribed in Clause 11(4)(b) of the Notification of the Capital Market Supervisory Board No. TorJor. 34/2008 regarding request for permission and permission to offer warrants to purchase new shares and newly issued shares to support warrants or other similar events such as:</p> <ul style="list-style-type: none"> (a) There is a change in the par value of the Company's shares as a result of stock consolidation or stock split (b) The Company offers new shares at a low price. (c) The Company offers to sell convertible debentures at a low price or offers warrants at a low price (d) The Company pays dividends, in whole or in part, by newly issued shares to shareholders (e) The Company pays dividends in cash which exceeds the rates specified in the rights terms (f) There is any other case in the same manner as (a) to (e), which causes any benefits to be received by the warrant holders upon the exercise of the warrants inferior
Registrar of warrants	Thailand Securities Depository Co., Ltd. or any person duly appointed to act as the registrar of the OTO-W1 Warrants.
Other conditions	To appoint the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer to have the power to take all necessary actions in connection with the issuance and allocation of the OTO-W1 Warrants in compliance with the law, including but not limited to the power to the following actions:

	<p>(1) set out and amend any rules, terms, conditions and other details relating to the issuance and allocation of the OTO-W1 Warrants, the amendment of exercise ratio and exercise price under the term and condition including the determination of the date to determine the shareholders entitled to be allocated the OTO-W1 Warrants;</p> <p>(2) negotiate, agree, enter into, amend, add, sign agreements, applications for permission, waiver, evidence, disclosure, report on the offering, and various documents necessary for and in connection with the issuance and allocation of the OTO-W1 Warrants as well as contact, filing, amendment, addition and signing of the applications for permission, waiver, evidence, disclosure, report on the offering, and various documents with the Securities and Exchange Commission Office (the “SEC Office”), the Stock Exchange of Thailand (“SET”), governmental agencies or relevant authorities in relation to the issuance and allocation of the OTO-W1 Warrants and the listing of the OTO-W1 Warrants and the newly issued ordinary shares from the exercise of the OTO-W1 Warrants as listed on the Market for Alternative Investment; and</p> <p>(3) take any other arrangements as necessary and appropriate in connection with the issuance and allocation of the OTO-W1 Warrants in order to ensure the successful completion of the foregoing arrangements and the issuance and allocation of the OTO-W1 Warrants on this occasion.</p>
<p>Purpose of warrant and the benefits that the company will receive from the allocation of newly issued shares at this time</p>	<p>The Company will use the proceeds derived from the exercise of rights as working capital or supporting future business expansion.</p>
<p>Benefits which the shareholders will receive from the capital increase</p>	<p>The shareholders of the Company will receive benefits as a result of the Company using the proceeds derived from the exercise of rights to purchase new ordinary shares of the Company for business expansion or working capital. The Company will be able to increase the revenue and profitability. Consequently, the shareholders of the Company will receive benefits as a result of the increased revenue and profits in aspect of dividends and stock prices of the Company.</p>