

# บริษัท ไทยเอ็นวีดีอาร์ จำกัด

## THAI NVDR COMPANY LIMITED

62 อาคารตลาดหลักทรัพย์แห่งประเทศไทย ถนนรัชดาภิเษก แขวงคลองเตย เขตคลองเตย  
กรุงเทพมหานคร 10110 โทรศัพท์ 0-2229-2945-6 โทรสาร 0-2359-1258  
62 The Stock Exchange of Thailand Bldg., Rachadapisek Rd. Klongtoey  
Bangkok 10110 Tel. (66) 2229 2945-6 Fax. (66) 2359 1258

TNVDR 43 / 2009

21 October 2009

Subject : Notice on the Rights to Subscribe for Additional NVDRs

Dear NVDR holders,

With reference to Nation Broadcasting Corporation Public Company Limited (NBC)'s corporate determination to raise funds in the form of share capital through the Market for Alternative Investment ("MAI"), the Company has made available the Pre-emptive right offerings to Nation Multimedia Group Public Company Limited (NMG)'s shareholders with name appearing on the share register book at the closing date of October 9, 2009 such that the NMG's shareholders are eligible to subscribe for the newly issued ordinary shares of NBC in proportion to equity interest individually held in NMG by the share allotment ratio of 9 NMG's ordinary shares to 1 NBC's newly issued ordinary share. Therefore, the Thai NVDR Company Limited (Thai NVDR) would like to inform NVDR holders who have invested in NVDRs representing shares of Nation Multimedia Group Public Company Limited (NMG-R) for their rights to subscribe additional NVDRs representing shares of Nation Broadcasting Corporation Public Company Limited (NBC-R). The detailed are as follows;

<b>Underlying Securities</b>	: newly issued ordinary shares of Nation Broadcasting Corporation Public Company Limited (NBC)
<b>Total amount of Offering (NVDR)</b>	: 339,320
<b>Par Value</b>	: 1.00 Baht
<b>Subscription Price</b>	: 2.90 Baht
<b>Subscription Ratio</b>	: 9 (nine) units of existing NMG-R to 1 (one) unit of additional NBC-R. (any fraction is disregarded)
<b>Date of closing the register book</b>	: 9 October 2009
<b>Remarks</b>	All existing NVDR holders, who have invested in NMG-R and whose names appear on the registration book as of 9 October 2009, have rights to subscribe additional NBC-R. The subscription price for NBC-R is 2.90 Baht which is the same price as the IPO price of Nation Broadcasting Corporation Public Company Limited (NBC).

### Subscription and Payment Procedure

1. **Subscription and payment period** : 28 October 2009 between 8.30 –17.00 hours
2. **Subscription place** : at the office of the Thai NVDR Company Limited, The Stock Exchange of Thailand Building, 4<sup>th</sup> Floor, 62 Rachadapisek Road, Bangkok 10110.  
N.B The Thai NVDR will not accept subscriptions by mail.

3. **Required documentation**

3.1 Subscription form, duly filled out and signed.

3.2 Subscription certificate, to be submitted together with :

3.2.1 For a subscription of the same amount as allocated, no filling is necessary.

3.2.2 For a subscription of more or less than existing rights, state the total units in the respective column.

4. **Subscription for full entitlement or less than the entitlement**, please make payment by one check or one cashier check which is collectable through the Bangkok Clearing House within 29 October 2009. Indicate the subscription date and make it payable to **“CIMB Securities (Thailand) Co., Ltd. for Shares Subscription”**.
5. If NVDR holders fail to exercise their rights or make a payment within the allotted time schedule, or the check or cashier check is not honored, it shall be deemed that such NVDR holders do not wish to exercise their subscription rights. Thai NVDR shall thus regard the subscription as being void.

Should you need any further information, please do not hesitate to contact Account Services Unit at 02-229-2800 Ext. 2938-2946.

Sincerely yours,

Thai NVDR Company Limited



(Udomwara Dechsongjarus)

Group Head

Post – Trade Operation

The Stock Exchange of Thailand Group

Enclosure : 1. Subscription Form for NVDR Right Issues  
2. Subscription Certificate

**SUBSCRIPTION FORM FOR NON-VOTING DEPOSITORY RECEIPTS  
IN NATION BROADCASTING CORPORATION PUBLIC COMPANY LIMITED  
THE THAI NVDR COMPANY LIMITED**

Thai NVDR Company Limited ("Thai NVDR") is pleased to offer the total of 339,320 additional Non-Voting Depository Receipts ("NVDRs") representing shares of NBC in a ratio of 9 (nine) units of existing NMG-R to 1 (one) unit of additional NBC-R.

Date.....

To: The Board of Directors of the Thai NVDR Company Limited (Thai NVDR)

Name.....Last Name.....

No. of Registration NVDR holder.....Nationality.....

Tel..... E- mail address (if any).....

Full address.....

Please specify type of subscriber

- Natural Person of Thai Nationality ID No.....
- Juristic Person of Thai Nationality Company Registration No./Tax ID No.....
- Natural Person of Alien Nationality Alien Card/Passport/ID No.....
- Juristic Person of Alien Nationality Company Registration No./Tax ID No.....

I/We currently own.....units of NVDRs and have the right to subscribe for  
..... units of additional NVDRs. I/We wish to subscribe for the additional NVDRs as follows:

	<b>No. of NVDRs subscribed</b>	<b>Offering price per NVDRs</b>	<b>Amount (Baht)</b>
<input type="radio"/> Subscription for less than the entitlement		2.90 Baht	
<input type="radio"/> Subscription for full entitlement		2.90 Baht	

**Subscription for full entitlement or less than the entitlement**, please make payment by one check or one cashier check which is collectable through the Bangkok Clearing House within 29 October 2009. Indicate the subscription date and make it payable to ***"CIMB Securities (Thailand) Co., Ltd. for Shares Subscription"***.

Check No.....Date.....Bank.....Branch.....  
amount of .....Baht (.....)

When the NVDRs as allotted to me/us, I/we hereby agree the allotted NVDRs be issued to me/us through .....  
.....participant no.....for securities trading no.....  
that I/we have maintained with the Participant. (The name of the subscriber must be similar to the name of the share trading account).  
I/We also agree not to sell or trade these NVDRs before they are listed and permitted to trade on the Stock Exchange of Thailand.

I/We hereby undertake to subscribe for the said additional NVDRs and agree to waive my/our right to cancel this subscription. If the subscription form is not duly completed with the payment (Check or Cashier Check) within the subscription period or the Check or Cashier Check is not honored, it shall be deemed that I/we do not wish to exercise my/our subscription rights.

Signed.....  
(.....)

Subscription No. \_\_\_\_\_

**Subscription Receipt (Subscriber: Please also fill in the details requested below.)**

Date.....

The Thai NVDR Company Limited hereby acknowledges receipt from (Name of subscriber).....  
.....for the subscription of additional NVDRs and check(s) or cashier check(s) as follows;

Check No.....Date.....Bank.....Branch.....  
amount of .....Baht (.....)

Authorized Officer.....