

No. L003/2025

24 February 2025

Subject: Report on Information and Update regarding the Company's Securities Marked CF sign via Public Presentation No. 4

**To: President
The Stock Exchange of Thailand**

On 21 February 2025, Laguna Resorts & Hotels Public Company Limited (the "**Company**") conducted the Public Presentation No. 4 to provide information to the shareholders, investors and concerned parties regarding the Company's securities being marked CF (Caution – Free Float) sign since 5 June 2024. The CF sign has been posted on the Company's securities based on the information from the Company's book closing dated 8 March 2024 showing the Company's free float at 12.16%, which is less than the required threshold set by the Stock Exchange of Thailand ("**SET**"). According to SET's free float requirement, a listed company must have no less than 150 minority shareholders, who collectively hold no less than 15% of the company's paid-up capital. The Company would like to summarize the Public Presentation No. 4 as follows:

Actions Taken and Update

1. The Company engaged Asia Plus Advisory Limited as our financial advisor to study the possible alternatives (such as existing share divestment and new securities issuance) through various types of offering.
2. The Company proposed the possible alternatives, and pros and cons to the Audit Committee and the Board of Directors of the Company for acknowledgement.
3. The Company sent an official letter to the major shareholders to seek their views and involvement to rectify the free float non-compliance of the Company.
4. The Company has received an official response from the major shareholders. The major shareholders concluded that after due considerations, the possible alternatives or solutions as suggested by the financial advisor would cause reducing control or shareholding over the Company which is not in alignment with their business investment strategies and business plan, and is not beneficial to their shareholders and stakeholders.
5. The Audit Committee and the Board of Directors of the Company acknowledged the official responses from the major shareholders.



Next Step

At present, there is no other possible or appropriate solution and it is a possibility that the Company may not be able to successfully rectify the free float non-compliance. In case the Company is not able to successfully rectify the free float non-compliance by 5 June 2025, the SP sign (Trading Suspension) may be posted on the Company's securities for another 1-year period. Consequently, the Company's securities may lack of trading liquidity than usual. However, shareholders will still be able to trade the Company's securities off-exchange (Over-the-Counter Trading), although individual shareholders will not be exempted from income tax on gains arising from the sale of securities off-exchange. After the posting of the SP sign on the Company's securities for 1 year, the SET will post NC sign (Non-Compliance) on the Company's securities which might lead to the delisting of the Company's securities from being listed securities, however it is subject to the SET's discretion.

In this regard, the Company will follow the procedures and timeline of the SET with regard to free float non-compliance as per the SET's requirement, including to provide update to the relevant authorities, shareholders, investors and concerned parties on the progress through the next Public Presentation which is the last public presentation, and to disclose the progress report to the SET quarterly (together with the submission of the Company's financial statements).

Nevertheless, the Company's shareholders will continue to retain their rights, such as the right to attend and vote at meetings, the right to receive dividends, and the right to subscribe for additional shares. Please be informed accordingly.

Sincerely yours,

(Mr. Chatchai Chordokrak)
Senior Assistant Vice President
Head of Finance and Corporate Affairs

