



Notification of the Allotment and Subscription for  
Newly Issued Ordinary Shares  
CMO Public Company Limited



**-TRANSLATION-**

January 16, 2016

Subject: Notification of Rights to Subscribe for new Ordinary Shares  
CMO Public Company Limited.

To Shareholders CMO Public Company Limited.

- Attachment
1. Notification of the Allotment and Subscription for Newly Issued Ordinary Shares of the Company
  2. Subscription Form for New Ordinary Shares of CMO Public Company Limited.
  3. Certification of the Right Entitlement
  4. Bill Payment Pay-In Slip

The Extraordinary General Meeting of Shareholders on 1/2015 of CMO Public Company Limited (“the Company”) held on Friday December 25, 2015 has resolved to approve an increase in registered capital from Baht 194,333,185 to Baht 291,499,785 by issuing of 97,166,600 new ordinary shares at the par value of Baht 1.00 per share to the existing shareholders of the Company in proportion of their shareholding ratio (Right Offering). If there are newly issued ordinary shares left from the first of allocation, such shares will be allotted to each existing shareholder subscribing for more than the entitlement in proportion to his/her existing ordinary shares. The allocation of newly issued ordinary shares will be performed continuously until no more shares left or no more existing shareholders requesting to buy such shares.

The Board of Directors and/or the person on behalf of the Board of Directors has an authority to consider and take action on issues and/or in connection with the raising of registered capital of the company and the allocation of shares of common stock.

The company would like to inform your rights to subscribe for ordinary shares of the company. Where the number are as specified in the certificate issued by the Securities Depository (Thailand) Limited (Attachment 3), the details of the subscription ordinary share be as specified in the notice of allotment of shares (Enclosure 1).



Kindly note if you have any questions regarding the allocation process and how to subscribe for ordinary shares of the Company. Please contact Globlex Securities Company Limited Tel (66) 0-2672-5999 ext. 2525 and 2521

Yours sincerely,

(Sermkhun Kunawong)

Chief Executive Office

Notification of the Allotment and Subscription for  
Newly Issued Ordinary Shares  
CMO Public Company Limited



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## Part I : Shares offering information

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### 1. Name and address of the Company

Issuer : CMO Public Company Limited (“the Company”)  
Head Office : 4/18-19 Soi Nuanchan 56, Nuanchan Road,  
Nuanchan, Buengkum, Bangkok 10230  
(New location as of 8 April 2014)  
Homepage : <http://www.cmo-group.com>  
Tel. : 0-2790-3888  
Fax. : 0-2790-3857

### 2. Date and number of the Board of Directors’ Meeting, and Shareholders’ Meeting to approve the allocation of new ordinary shares

- The Board of Directors’ Meeting No.4/2015 held on November 13, 2015
- The Extraordinary General Meeting of Shareholders on 1/2015 held on December 25, 2015.

### 3. Details of the shares offering

The Extraordinary General Meeting of Shareholders on 1/2015 of CMO Public Company Limited (“the Company”) held on Friday December 25, 2015 has resolved to approve an increase in registered capital from Baht 194,333,185 to Baht 291,499,785 by issuing of 97,166,600 new ordinary shares at the par value of Baht 1.00 per share to the existing shareholders of the Company (2 existing shares : 1 new share) in proportion of their shareholding ratio (Right Offering). If there are newly issued ordinary shares left from the first of allocation, such shares will be allotted to each existing shareholder subscribing for more than the entitlement in proportion to his/her existing ordinary shares. The allocation of newly issued ordinary shares will be performed continuously until no more shares left or no more existing shareholders requesting to buy such shares. The terms and conditions of the offer and allocated newly issued ordinary shares are as follows:

Types of Shares	: Ordinary Shares
Current Paid-up Capital	: Baht 194,333,185
Paid-up capital after capital increase	: Baht 291,499,785
Number of offering shares	: 97,166,600 shares
Offering price	: Baht 1.65
Exercise Ratio	: 2 existing shares : 1 new share

Offering for sales : Offering to the existing shareholders of the Company whose names appear on the share register book for the right to subscribe for the



allotment of new ordinary shares as of January 14, 2016.

The number of the right shares to which shareholders are entitled to subscribe is shown on the attached Certification of the Right Entitlement. (Enclosure 3)

In case where any shareholders do not exercise their right entitlement, it shall be deemed that those shareholders waive their right with regard to the number of shares for which they do not wish to subscribe or they fail to subscribe within the specified period. Any unsubscribed shares remaining from the right issue will be allocated to the shareholders who subscribe for excess right shares at the same offering price at Baht 1.65 each. Shareholders who intend to purchase ordinary shares. In addition to the rights that have been allocated. Please request to subscribe for ordinary shares in addition to their right with the right to subscribe for new shares and pay together. Nonetheless the Board of Director and / or the person that the Board of Directors designated is authorized to allocate the remaining shares from the sale of common shares pursuant to rights. For shareholders who have expressed a desire for booked proportionally.

If shareholders have not been allocated shares in excess of the right or be allotted shares in full. (excess of right specifically) the company shall return the subscription fee within 14 days from the date of completion of the subscription.

Board of Directors and / or the person that the Board of Directors delegate is authorized to consider and take action on issues and / or in



connection with the registered capital increase of the company and the allocation of shares of common stock.

4. Closing date of the share register book to determine the shareholders entitlement to Subscribe for the rights shares

To propose January 14, 2016 as the record date to determine the Company shareholders who will have a right to subscribe for newly issued ordinary shares in the Right Offering and to close the share register book on January 15, 2016 pursuant to Section 255 of the Securities and Exchange Act. B.E. 2535 (as amended).

5. Subscription and payment period

5.1. Subscription period

From February 4 – 10, 2016, 5 business days in total (First subscription)

From 9:00 a.m. – 3:00 p.m.

5.2. Underwriter's location for Subscription and payment

Globlex Securities Company Limited

87/2 CRC All Seasons Place 8th, 12th Floor.

Wireless Road, Lumpini, Patumwan, Bangkok 10330

Tel (66) 0-2672-5999 Ext. 2525 and 2521 Fax. 0-2672-5929

Procedures and Methods of Subscription and Payment of Subscription Price of the Newly Issued Ordinary Shares

5.2.1 Subscription method

- a) Filled in details must be duly complete and signed the Application Form for Right Shares [Enclosure 2].
- b) If shareholders wish to subscribe for additional shares in addition to the rights that have been allocated. Please fill out documents correctly and make payment for additional shares (If subscribers are not receive additional shares, the Company shall pay excess money return to subscribers as account number that specify in subscription form) .
- c) Attach documents required for identification (as set out in Section 6).
- d) Make payment for those shares for which they intend to subscribe in full. Method of payment for the subscription of new shares. (as set out in Section 5.3.2) and submit

proof of payment and subscription at subscription location of new shares. (As defined in Section 5.2) within the date and time of subscription. (As defined in Section 5.1).

#### 5.2.2 Payment method

##### **Payment Made by Wire Transfer**

###### To subscribe for ordinary shares of rights

Payments into account, “Globlex Securities Co., Ltd. for subscription” Siam Commercial Bank, current account number 155-3-00030-1.

#### 5.3.3 **Other Conditions for Subscription**

- a) Underwriter will not accept payment for the subscription of new shares with cheques, cashier cheques, draft or cash (however shareholders can subscribe by payments into account, “Globlex Securities Co., Ltd. for subscription” Siam Commercial Bank, current account number 155-3-00030-1. If payment is the form of cheque, cashier cheque, draft, it must be deposited 2 days prior to the last subscription date, 8 February 2016.
- b) The shareholder who has subscribed for the newly Issued Ordinary Shares and paid the subscription price may not cancel his/her subscription
- c) Please complete the details of the subscriber including the name of the subscriber, contact telephone number, and shareholder registration number as appeared in “the Certification of the Right Entitlement” (Enclosure 3)
- d) If the shareholders who subscribe cannot pay for the subscription or did not follow the method of payment for the purchase and operation in accordance with the conditions or within time specified for subscription period or the company is unable to charge a subscription fee. (In case of any reason that is not the fault of the Company) whether in full or in part, within the period of the subscription as set or subscribe by means other than those specified in the notice of allotment of shares of the company herein, or to submit incomplete documents for subscribers, the company will consider such existing shareholders have waived the right to subscribe for ordinary shares. The company reserves the right to allot new shares to existing shareholders such.
- e) In that case, the subscriber information in the documentation for subscription incomplete unclear or irrelevant, the company reserves the right to use the information contained herein for subscription at its own discretion in the allocation of new shares. The company also has



the right to assume the existing shareholders waive the right to subscribe for new ordinary shares and the Company reserves the right to allot new shares to existing shareholders such.

- f) The Company shall not take or accept any subscription made by mail.
- g) In the event that shareholders receive shares of more than one certificate registration number of shareholders. Existing shareholders will also need the registration number for subscription by the shareholders at the time shareholders receive shares certificate, a document for subscription 1 set to 1 registration number of the shareholders. If the number of shares subscribed by the shareholders registration number combine with the right to receive an allocation of new shares to all shareholders registration numbers together into the same list or specify such information in the documentation of the subscription package. Subscribers may receive allotment of shares not fully meet all of the rights under the registration number of shareholders every number combination. The Company reserves the right to allotment of shares to subscribers as appropriate or allotment of shares to subscribers as such.
- h) Shareholders will response for costs and fees charged by the bank (if any).
- i) The Company hereby reserves the right to change the details of method of subscription and payment of subscription price of the Newly Issued Ordinary Shares of other conditions for subscription as it deems appropriate in the case that there is a problem, obstacle or limitation in relation to the operation of the share subscription to ensure the benefit for the subscription of the Newly Issued Ordinary Shares of the Company by the shareholders.

## 6. Documents required for identification

- 6.1. Subscription Form for New Ordinary Shares of CMO Public Company Limited
- 6.2. Proofs of payment, which is Bill Payment Pay-In Slip Form , specifying the first name, last name and contact number of the subscriber on the back of payment
- 6.3. Certificate of Rights to Subscribe for Newly Issued Ordinary Shares (if any) issued by Thailand Securities Depository Company Limited (the "TSD"),
- 6.4. A copy of bank account passbook of BBL, SCB, KBANK or KTB (In case of subscription for excess right shares)
- 6.5. Required Documents For Identification
  - **Thai individual** : a certified copy of identification card or a certified copy of house registration with identification card number. (In case there is a change in name or surname unmatched to the name list in the shareholder registration as of 14 January 2016,

attachment of relevant document is required e.g. marriage certificate, divorce certificate, name change certificate etc.)

- **Foreign individual** : a certified copy of alien certification of passport.
- **Thai juristic person** : a certified copy of affidavit issued by the Ministry of Commerce not more than 6 month, certified by authorized signatory (ies), and affixed with company seal (if any), together with a certified copy of identification card or passport (as the case may be) of the authorized signatory (ies)
- **Foreign juristic person** : a certified copy of Certificate of Incorporation not more than 6 month, certified by authorized signatory (ies) and affixed with company seal (if any), together with a certified copy of identification card or passport (as the case may be) of the authorized signatory (ies). The documents must be certified by Notary Public and Thai Consulate.

6.6. A letter of attorney affixed with a Baht 30.00 duty stamp (in case of assignment of an authorized representative) with a certified copy of identification evidence of subscribers and a certified copy of attorney identification card.

#### 7. **Submit the documents**

The venue for subscription as set out in **Section 5.2** and on the date, time, and detail as set out in **Section 5.1**.

#### 8. **Refund of subscription payment for unallocated shares**

If the excess right shares were not allotted in full, since the number of shares subscribed were more than the number of remaining shares, the Company would make a refund (without interest) to the shareholders by wire transfer to shareholder bank account within 14 days after the last day of the subscription period.

#### 9. **Evidence of Subscription**

The Company will issue a receipt for the right shares application to the shareholders who subscribe for right shares and the excess right shares. The subscription will be completed when a payment of exchange has been honored.

#### 10. **Other Important Information**

10.1 The name of subscriber and the name of trading account owner must be the same; otherwise, shares cannot be properly transferred. In such case, the Company reserves the right to issue and deliver the shares under the name of "Thailand Securities Depository Company Limited for the Depositor" and deposit them with the Thailand

Securities Depository Company Limited into the account of Securities Issuer Member No. 600. The shareholders will then be unable to sell the shares on the first date of trading.

- 10.2 Please ensure that the Broker ID provided is accurate; otherwise, shares cannot be properly transferred, and the Company will not take responsibility for any delay or loss of shares. If the shareholder provides incomplete details, the Company reserves the right to issue and deliver the shares under the name of “Thailand Securities Depository Company Limited for the Depositor” and deposit them with the Thailand Securities Depository Company Limited into the account of Securities Issuer Member No. 600. The shareholders will then be unable to sell the shares on the first date of trading.

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

11.1 To repay financial loan in order to reduce the high cost of capital for the Company.

11.2 To use for investment in CMO Show Corporation projects

11.3 To use for working capital within the Company.

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

To use the proceeds for strengthening the Company's financial status which will enhance the Company's performance in the long run.

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

13.1 Strong and stable financial structure of the Company

13.2 The Company has developed and expanded its business to create a better performance, positively impact on the firm value and the Company's shares value, including the benefits in terms of dividends in the future.

13.3 According to dividend policy to the shareholders, the shareholders who subscribe for newly issued ordinary shares will be entitled to receive dividends from operations the same as the shareholders of the Company when the shareholders of newly issued ordinary shares have been registered as the shareholders of the Company.

**14. Dividend policy**

The Company shall pay dividend at rate of 40 percent of net profit after corporate income tax and has capital reserve as required by law.

**15. Other details necessary for shareholders to invest in new shares**

-None-



## Part II : The Company's information

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### 1. Background and the Significant Changes

CMO Public Company Limited ("The Company") is founded in June 5, 1991 by the lead of Mr. Sermkhun Kunawong and Mrs. Suree Kunawong. The company is running the business for Event Management; Public Event, Meeting, Incentive, Convention & Exhibition (MICE), Exhibition & Trade Show and Marketing & Promotion. The company's capital for the first registration was Baht 1 million and the business started with only 4 employees. The history and important movements of the Company Group is presented briefly as followed;

Year 1986 Mr. Sermkhun Kunawong is a founder of The Eyes Co., Ltd. The company was the first one among others. It provides a service for multimedia and multi-vision. At that time "The Eyes" was one of the biggest multimedia manufacturers in Thailand.

Year 1990 Presentation Media Supplies Co., Ltd. (now it is P.M. Center Co., Ltd.) was established to provide Equipment Rental Service for performances and presentation of The Eyes Co., Ltd.

Year 1991 C.M. Organizer Co., Ltd. was established to provide an Event Management Service. The company was truly one of the pioneers in such business in Thailand.

Year 1992 The Executives of the Company Group decided to unite 3 companies altogether and "The Eyes Group" was formed. At that moment "The Eyes Group" was one of a few companies that were able to fully provide Event Management Business.

Year 1994 The structure of the group's administration had changed. "S. Cubic Group" was formed to be in place of "The Eyes Group". Also, S.Cubic Co., Ltd. was built up to hold shares, control the financial arrangement, handle the accounting and also do an internal check for each company among the Company Group.

Year 1999 "The Eyes" expanded more services for Multimedia. The products that "The Eyes" manufactured are 3D videos, panorama videos, computer games, CD-ROMs and websites, both for its chain group and internal customers. In the same year, the 65th Annual Conference of the International Federation of Library Association was held by the company (C.M. Organizer). More than 2,000 librarians from around the world attended the conference

Year 2003 The Company Group had radically changed its funding structure and shareholding for a preparation to register in Market for Alternative Investment (or "MAI"). The registered capital was increased from Baht 8 million to Baht 59 million and Baht 150 million respectively. In addition, the shareholding structure was also changed in which the company held the shares of "PM" and "The Eyes" for 99.997% and 99.84% respectively. S.Cubic Co., Ltd. became the large shareholder of the Company Group. C.M. Organizer Co., Ltd. was transformed into a public company limited and renamed "C.M. Organizer Public Company Limited"

Year 2004 PM Center's capital structure has radically changed from Baht 39.90 Million to Baht 135 Million of paid up capital which CM Organizer held the shares of "PM" for 99.99% and increased capital paid for the Eyes from Baht 5 Million to Baht15 Million which held the shares of "the eyes" for 99.95%.

Year 2008 The Company has expanded a new business in line of Utility Service Provider by held the share of Exposition Technology Company Limited for 40%. Moreover, CMO Group has a great successful of Thai Pavilion to stand up front of 102 countries with Silver Award in Theme and Conception from Bureau International des Expositions : BIE in World Water Exposition 2008 "Expo Zaragoza 2008", Zaragoza, Spain.

Year 2012 The company's register capital increased from Baht 150 million to Baht 222.5 million by issuing 72.5 newly ordinary million shares to reserve for the payment of stock dividend amounted 37.5 million shares, the exercise of warrants amounted 30 million shares and the exercise of ESOP-warrants amounted 5 million shares. This increase was principal caused by explanation to ASEAN market and AEC market.

Year 2013 "Bangkok Creative Playground" Project was started to construct. The companies within CMO group has been moved to the same location combining the strength of the group and create an awareness of the group's business and potential to business partners.

## **2. Overall image of Company**

The Company mainly invest in event management business and other related business. Issues to consider before investment include appropriate return and synergy with the existing business. The Company's policy is to set up representatives from the Company to be directors in order to manage and follow up on subsidiaries' performance.

\*\*\* As at December 31, 2015

<b>CMO Public Company Limited ("CMO")</b>	99.99%	PM Center Company Limited	99.99%	Setup Solution Company Limited
	99.95%	The eyes Company Limited		
	40%	Exposition Technology Company Limited		
	60%	Momentum S Company Limited		
	70%	Muse Corpertion Company Limited		
	50%	CMO Show Corp Company Limited		
	75%	Bayon CM Organizer Company Limited		

Remarks: (1) in the process of closing down.

### 3. Revenue Structure

Revenue structure year 2011 – 2014

Company revenue	2011		2012		2013		2014	
	Amount (Baht Million)	%	Amount (Baht million)	%	Amount (Baht million)	%	Amount (Baht million)	%
- Revenue from government	166.49	31	158.16	20	89.37	14	109.93	18
- Revenue from private sector	365.22	68	645.79	80	540.81	85	471.71	79
- Other revenue	7.25	1	6.85	1	7.98	1	13.64	2
<b>Total</b>	<b>538.96</b>	<b>100</b>	<b>810.8</b>	<b>100</b>	<b>638.16</b>	<b>100</b>	<b>595.28</b>	<b>100</b>

Separated Company Revenue divide by Business Unit

Company revenue	2554		2555		2556		2557	
	Amount (Baht Million)	%	Amount (Baht million)	%	Amount (Baht million)	%	Amount (Baht million)	%
Event Management & Exhibition	528.84	59	819.35	61	641.76	54	592.64	55
Equipment Service	313.47	35	481.39	36	489.18	41	434.56	40
Presentation Media	48.89	5	40.42	3	36.56	3	26.25	2

Company revenue	2554		2555		2556		2557	
	Amount (Baht Million)	%	Amount (Baht million)	%	Amount (Baht million)	%	Amount (Baht million)	%
Design & construction Utilities Service of event	5.09	1	0	0	0	0	0	0
Music and artist management	3.48	0	0	0	0	0	0	0
Online & Media Management	0	0	7.07	1	15.79	1	21.16	2
<b>Total</b>	<b>899.77</b>	<b>100</b>	<b>1,348.23</b>	<b>100</b>	<b>1,183.29</b>	<b>100</b>	<b>1,074.61</b>	<b>100</b>

#### 4. Product Profile

Main business can be divided into 5 sectors

- 4.1. Corporate Marketing Event and Exhibition (Event Management & Exhibition)
- 4.2. Event Management Supply Center (Equipment Service)
- 4.3. Multimedia Production House (Presentation Media)
- 4.4. Utilities Service Provider
- 4.5. Online Marketing Solution & Media Management

##### 4.1 Corporate Marketing Event and Exhibition

Currently the Company offers full-function services (Turnkey Event Management) which covers

- Creative design
- Plan on marketing communication with the customer's marketing plan
- Designing work
- Consult regarding management and location for performance
- Consult regarding equipment, media and media
- Design according to client's design
- Controlling
- Service and installation of interiors for clients
- Manage performance

The Company can manage and control quality of the work according to customer's requirement.

Corporate Marketing Event and Exhibition can be categorized in 5 groups as follow

- a) Corporate Marketing & Event
- b) Museum & Exhibition

- c) National & Public Event
- d) Meeting, Incentive, Convention & Exhibition : MICE
- e) Art, Culture & Entertainment

#### **Product and services**

- a) Corporate Marketing & Event (CME)

Corporate Marketing & Event have been used as a tool to communicate directly to customers in a two-way communication. The message can effectively reaches the end user.

The Company focuses on experiential marketing creating a direct experience of the product to the end users which is more effective than a one way communication. It enables the customers to understand the brand value covering more than just product launching and adding several features such as online marketing or social media.

There are other events which aim to enhance relationship between the clients and the target market or representatives in forms of seminar or entertainment. Most are sort events that require participations and aim to create good image and experience of certain product to the participants.

#### Outstanding marketing events in 2014 are as follows

- King Power Polo All Asia cup 2014
- Sunlight Guinness World Record
- Goodyear Annual meeting 2014
- Mazda Eco Car Production Ceremony
- Michelin X Coach Launch
- Home Pro Expo #19 & #20
- Nissan X-Trail Launch
- Launch Harley Davison
- All New Mazda 3 Press and Public Launch & Test Drive
- TMB me "Wake up with Me"
- Fanta Taste'N Play
- Coke FIFA World cup 2014
- MICE Signing
- Ford Sales & Test Drive 2014
- Mega Bangna Countdown 2015
- iPhone 6 & 6 Plus Launch
- MG Job1# Ceremony
- BMW I8 Launch
- Adfest 2014



b) Museum & Exhibition

An exhibition fair is an event that audience can touch and consider for structure or demonstrate article closely. Team's accountability is set the efficiency communication process to client and audience from expertise in booth and stage construction and experience in exhibition management, the exhibition management service of the company consist of differentiations and identities by using display technology such as "Ghost Effect" or Hologram, Panorama Screen technique and Special Effect Dome which audience can experience the reality.

For Museum, it is permanent exhibition which design in many aspects such as concept, theme, interior and exterior. The designer has to set all of aspect to harmonize with museum's objective.

The museum and exhibition management of the company in the year 2014 consists as follow

- Siriruckhachati Learning Park
- The Golden jubilee Museum of Agriculture Office Public Organization
- Exhibition : King and Badminton
- Exhibition : NBTC @ ITU
- BBL Booth in Money Expo
- BBL@Thailand Industry Expo 2014
- BBL Set in the City 2014
- AIA Booth in Money Expo
- BBL @ House and Condo Show
- Mitsubishi Motor Show 2014
- Shell Motor Expo 2014
- NISSAN Motor Show 2014
- Harley-Davidson Motor Show 2014
- AP Space Odyssey

c) National & Public Event

The Public event is set for the campaign of each client which has special campaign in their product. Companies' clients are both private sectors and government departments or ministry. The kind of this event will set in a short time period and need participation of people. Normally, the National or Public Event will set for a special occasion or annually. The event is combined by a lot of activities, varieties of theme and product.

Beside the National and Public Event, company is also create event in style of sponsor event which own by company and get sponsor from other company that wish to joint. The entertainment event of the company aims to combine entertainment with the image of customer brand. For entertainment event, the company has the policy to create own event reflecting in outstanding and unique to satisfy customer and sponsor.

These achievements can be reflected from the famous and successful performance in the year 2014 as follows:

- NBTC : Digital TV's Coupon Launch
- NBTC : Information and acknowledgement about Digital TV
- Happy Festival from Thailandpost
- River Festival @ Asiatique

d) Meeting, Incentive, Convention & Exhibition: MICE

The Company is confident in presenting the service through its MICE business unit with Full-functional Service (Turnkey Event Management). The operation of this business unit mostly involves with foreigners. The task deals with the organizing of seminars among foreigners, as well as taking care of participants during their stay in Thailand. The events can be ranged from the seminars held within a few conference rooms to the world-class seminars joined by several thousand participants. Therefore, the provision of the MICE team's full- functional service covers reception, journeys, accommodation, travels during the stay in Thailand, as well as organizing the meetings, venue maintenance, registration, and all the details related to the conferences.

The successful performance in the previous year as follows:

- LINE Client Seminar
- Tyreplus Revolution Convention
- Nissan Dealer Conference
- Bosch Dealer Con 2014
- Goodyear Annual Meeting
- SIAMTYRE Sub Dealer Seminar

e) Art, Culture & Entertainment: ACE

The art, culture & entertainment event is the pride and longtime valuable asset of the Company. It originated from the root of understanding and appreciating the beauty of Thai arts and culture together with the expertise of personnel. To operate this kind of event is like appreciating arts together with generating entertainment for the clients.

This includes events that focus on art or combined arts e.g. art exhibition and decoration.

Successful performance of art, culture & entertainment in the previous years can be seen from the following examples:

- Buddhist Art in the Reign of King Rama IX : "Praise the Buddha through spirit"
- Siam Artist Documentary Year 4
- Model of Xieng Thong Temple

#### 4.1.1 Marketing Strategy and Competiveness

##### Marketing Strategy

Important strategies are as follow.

1. Full Full-functional Service

The Company has been providing full-functional Service to both government sector and private sector. The Company's team work closely with customers from the beginning process in order to understand the customer's objectives. The Company manages the outlook of performance, productions and provide appropriate tools and media with quality control for all process to ensure client's satisfaction.

Furthermore, in order to efficiently meet the customer's demand, the Company also provides public relation services in order to add value to customer and increase overall satisfaction to the Company.

2. Service that covers several types of events

Event Management covers five business as follow

- Corporate Marketing & Event
- Museum & Exhibition
- National & Public Event
- Art, Culture & Entertainment
- Meeting, Incentive, Convention & Exhibition: MICE

The Company is among the leaders of the sector hence there are many types of events organizing opportunities.

Furthermore the Company has enhanced its servicing capabilities in order to serve customer's requirement and have integrated Marketing Communication such as advertisement, public relation, online communication etc. The Company is responsible for Concept Exploration, Strategic Planning, Production and Operation & Management for both local and international market.

The Company has implemented Long-term account management system which stabilizes the income and also maintain good relationship with client as it covers full services from the beginning to the end process using one group of professional for each client. Therefore the Company has set up subsidiaries within CMO group in order to serve the jobs within the group. Subsidiaries work scope include equipment for sound, light and special effect, multimedia VDO for advertisement or events, stage construction and service on electrical, water and wind effects. CMO is a one stop service which is capable for full function requirement.

3. Develop working process to have globally accepted standard

The Company provides full function services in order to be effective and efficient and accepted among clients in term of quality and creativity. The teams are sufficient to serve the market demand.

4. Human resource management

The Company is aware that human resource is an important key in success as the event organizing business requires knowledge, experience, creativity and coordination from different

departments. The Company focuses on training and development of human resources on computer program for conducting and designing media, presentation tools as well as sending employees to business trips within the country and abroad in order for the team to develop and adopt the work to satisfy the clients. The Company also focuses on keeping good relationship among the teams by providing relationship enhancement between employees.

- Pricing policy

Price of each project depends on the cost which consists of Production Cost, Production Control Management Fee, Presentation Control Fee and adding Profit Margin at appropriate rate. The cost are charged according to the level of complications and creativity scope of work.

- Client and target market

The Company aims for owner of products that want to do marketing event in order to increase sales volume through general advertisement or the government sector or private sector that would like to improve the organization's image. The client may want to design the event themselves or some would request the Company to design the events. The four customers segment are as follow.

- a) Government sector

The government has a policy for supporting of investment industry which has growth potential. Government sector has events to educate and support the industries such as tourist industry, MICE industry etc. Government units responsible are Tourism Authority of Thailand, Thailand Convention & Exhibition Bureau and other government unit in each province. There are government units that have public relation event relating to the scope of work that they are responsible for.

- b) Private sector

The private sector mostly hold events as well as other market tools but may use different level of budget and frequency depending on the size of the business and the competitiveness. For highly competitive market with fast moving customer behavior, the frequency of events and marketing budget is high for example telecommunication business has high growth and high competitiveness, automobile industry has potential growth, consumer product industry such as food, cosmetics and implements food place high importance for marketing event, awareness of consumers and target market.

- c) Advertising agencies

Advertising agencies are important client of the Company as there are not many firms that can cover full functions service hence the advertising agencies need to use our services in order to create satisfactory experience to the end customers.

- d) ASEAN clients

The Company has foreseen the business opportunities in ASEAN and has planned to meet the growing demand as the Company has had experiences regarding ASEAN such as

- Thai company or foreign companies investing in ASEAN
- Private companies in ASEAN e.g. Laos private companies
- Government sector of each regions as the Company has planned to develop market for this sector

In the past the Company has proceeded as follow.

1. Presentation of work for the client to select

This includes both government and private sector clients. After the Company has presented to the clients, if selected then the production department would contact the clients to proceed.

2. Good relationship with clients

From the marketing policy that focuses on creating high quality work in order to satisfy the clients, the Company is able to maintain good relationship with customers. The customers continue to use the services and the Company focuses on high potential clients with high budget and has continuous marketing plan all though the year

3. Recommendations from existing customers

From 20 years of experience, the Company had received good feedback from customers regarding quality and creativity of work therefore clients are confident in the company and recommend the company to other potential customers.

#### **4.1.2 Strategies and Marketing Competition**

The competition in the event management business increases as there are more demand from customers. It is widely accepted that event marketing enable customers to have direct experience and therefore companies prefer to have event marketing both in small groups and in public.

Entering into the event management business is not difficult as it does not require a large investment or human resources. Currently event management companies can be divided into 2 groups which are companies that operate mainly to manage events, this is considered one of the main competitors. Another one is television and media Production Company. This Production Company uses the strength and media in their hand to connect with the business and bid with the other competitors. Advertising agencies and PR agencies start to manage client on hand with the other team. Event management still require experience and large team hence it requires the use of experienced firms directly.

Currently there are many event management companies however there are only 5-6 stores that are large including CMO that have systematic operation, stable status and capable of delivering high quality services. Target market varies within government sector and private sector. Comparing operating companies that have event management as the main business, the Company is considered to be large.

Receiving the tasks from the customers or now depends on readiness of the firm. The quality of work id important and the factor is human resources especially the creative that must have experience and the work must be within timeline and budget required.

### The Company's competitiveness

With more than 23 years of experience, the Company has focused on quality and creativity of the work. This results in the customers both government and public, continuously choose to work with the Company. With this, though GDP was low, the Company was able to generate increasing revenue. The management has conducted Market Positioning and Turnkey Event Management Services and provide services covering all sorts.

### Product and Services

The process starts from contacting the client who is the owner. The owner would request to have event marketing. Discussion on detail would be made (objectives, budget, and location). After that there is a meeting among Strategic Planning, Creative and Production to work according to client's requirement.

Preparing for event on equipment and presentations.

- Communication tools between team, electrical tool (light and sound) for presentation.
- Controlling of production and PR of the job
- Designing the management must be managed including designing, selecting staffs, training supporting operations.
- Operate on the same date required. Safety issue should be better now.
- Operate according to time and location

## 4.2 Equipment Service

### 4.2.1 Product and services

Currently the Company has event management business under PM Center Company Limited ("PM") for Event Management Supply including consultation on tools to use, appropriate tools.

The 4 main tools for example

- Pro Image tool e.g. Led Screen, Projector, Screen, Plasma and Xenon which can be used traditionally or as Mapping.
- Pro Lighting e.g. Convention Lighting), Outdoor Lighting, Concert Lighting and Exhibit Lighting
- Pro Audio tools for event management, Light & Sound
- Pro Effect e.g. laser, Water Screen, Straight, Skirt and Circle

### 4.2.2 Competitiveness

#### a) Pricing policy

Price depends on the availability of the tools e.g. light and sound are vast in the market whereas a shop with only 1 unique store is here. There are 3 things for considerations which are capability of tools, easiness in conducting the media and frequency of the tool.

#### Target customers

- Event Organizer

- Advertising Agency
- Government and private sector

b) Competitiveness

There are a large number of companies in Thailand serving equipment but they do not serve demand of the customers due to limited high end technology and availability of resources. Considering this, competition is low.

In order to stay competitive, the Company is aware of the importance of equipment that must be up to date to meet customer's demand. Units must be responsible for maintaining the tools for users at all time. The Company needs to set up seminar educating the clients on the use of the tools (Pro Lighting, Pro Image). It is accepted that the following equipment are one of the top in the industry.

**4.2.3 Equipment and services**

1. Equipment	Use the policy for the high quality and satisfactory to clients at appropriate price. Tools are imported as the quality is high e.g., Japan, US, France, Belgium or from distributor in Thailand.
2. Staff	Human resource is an important issue and this the Company train the employees to ensure expertise in the tools.

**4.3 Event Management Supply Center (Presentation Media)**

**4.3.1 Product and services**

The presentation media business is operated under The EYES Co., Limited, one of the subordinate company, which CM Organizer hold 99.95 percent of the paid-up capital. The EYES offer fully equipped presentation media which ranges from consultation on how to choose an appropriate type of media equipment and design for the event. Furthermore it also monitors the installation process for visual presentation light and sound, and other special effect. These presentation media that are created will be used in events such as product launch, exhibition, marketing activities and promotional activities, public entertainment activities and international conferences.

At the moment The EYES offer three main types of services as follow;

- Multimedia which is provides various visual and audio media materials such as slide projector, video projector, computer graphic, midi sequencer, light, sound and laser effect, electrical system, interactive shadow, elusion effects, video panorama, holo-vision, multi-screen video, pyrotechnic and fountain using synchronize system which have one main point in controlling using computer system to present an astounding and impressive scene for the audience.

- Video Presentation in which The EYES design and produce video presentation by bringing in the most updated techniques with using computer graphics to make a high resolution presentation.
- Interactive Media allows participants to interact with media and directly experience the information or services of the product or simply to entertain e.g. Interactive Shadow, Multi-touch Table, Silhouette Art Projection, Augmented Reality, Photo Booth, Movie Bike and Kinect Interactive Game

#### 4.3.2 Strategies and Marketing Competition

The Company focuses on high quality services to customers. Continuous development in order to meet customer's demand and expand online market.

- a) Strategies and Marketing Competition Human resource is an important issue and this the Company train the employees to ensure expertise in the tools.

The pricing needs to be standard and competitive among others from the lowest cost of production

Target clients

- Event Organizer
- Both government sector require tools to present.

- b) Market competition

Considering the presentation tool in Thailand, there are many however there are only very few that provide a full services such as The Company with systematic operating and accepted by the others.

In order to stay competitive, the Company focuses on conducting the media for presentation (VDO, Multimedia, and Computer graphic). By training the staffs, the Company would be up to the doctor with newest technology.

#### 4.3.3 Product and services

1. Equipment	The Company provides tools and equipment for presentation e.g. computer graphics, VDO makers and other tools.
2. Staff	Human resource is an important issue for equipment business and this Company train the employees to ensure expertise in the equipment and software.



#### 4.4 Utility Service

##### 4.4.1 Product and services

Utility Service is under Exposition Technology Company (“Expotech”), a subsidiary of the Company which the Company is holding 40% of shares Expotech provides utilities services. Expotech is the provider utilities at Challenger Hall, Muangthong thani.

##### 4.4.2 The market and competitiveness

###### a. Pricing policy

The price must meet the expense and remain competitive.

- Both government and private sector need to hold events on promoting their business unit.
- Event Organizer that may not be used to the utilities.

###### b. Competitiveness of utilities set up

There are very few full function service company. The Company is one among that few companies and therefore it is competitive compared to peer companies.

##### 4.4.3 Product or services

1. Product	The Company has the policy on providing high quality product to clients from abroad.
2. Staffs	Train employees on ASEAN trend and language capabilities.

#### 4.5 Online & Media Management

##### 4.5.1 Product and services

Thoth Media Company Limited provides online full function services from consulting to maintain the website or other social media.

There are four main products such as

- Online Measurement : KPIOLOGY, Online Monitoring and Message Control : Warroom, Online Video Live Streaming, Social Media Wall for events
- Seeding and Negative Message Control
- Management Online on Social Media เช่น Facebook, Twitter
- Conduct Website, Facebook, Smart phone, Tablet

##### 4.5.2 Marketing Strategy and Competiveness

###### a) Pricing policy

The Company set price according to different projects’ performance indicator, objectives unless the monthly fixed reference price. Price is set from Objective, KPI of the customers, Budget and Technology Reusable except for suppliers that have clear reference price.

###### b) Client and target market

- Clients with Brand or Product or Service that would like online marketing
- Advertising agency that need more information on online clients.
- Companies that use tools to analyze and control my own wedding.

#### 4.5.3 Marketing Strategy and Competiveness

Considering only online market, there are not enough suppliers to serve the demand as the market has increase in volume. For competitors from abroad, they are not familiar with Thai language or the Thai consumer behavior thus resulting in the Company be able to serve the customer better. Tools and equipment are developed since yester and employees can use the online market effectively.

#### 4.5.4 Equipment and services

1. Technology	Technology used are certified and checked by highly expertise consultant.
2. Staff	Employees are very important in term of serving and developing thus the Company has a policy to train staffs further.

#### 5. Investment policy

The Company mainly invest in event management business and other related business. Issues to consider before investment include appropriae return and synergy with the existing business. The Company's policy is to set up representatives from the Company to be directors in order to manage and follow up on subsidiaries' performance.

As of December 31, 2014, the Company has invested in the following.

- Event Management Supply Center Baht 134 million
- Multimedia Production House (Presentation Media) Baht 14.9 million
- Utilities Service Provider Baht 5.4 million
- Online Marketing Solution & Media Management Baht 5 million
- Personal event Baht 0.6 million

Company	Type of Business	Security	No. of Share(s)	Percentage
PM Center Co., Ltd.	Rental equipment for image, lighting, sound and effects	Ordinary share	1,349,991	99.99
The Eyes Co., Ltd.	Production of multi-vision slide, video, multimedia and computer graphics	Ordinary share	149,918	99.95
Exposition Technology Co., Ltd.	Electrical and lighting services	Ordinary share	20,000	40.00
Thoth Media Co., Ltd.	Online media marketing	Ordinary share	1,750	35.00

Company	Type of Business	Security	No. of Share(s)	Percentage
Momentum S Co., Ltd.	Private Event Service	Ordinary share	12,000	60.00

#### 6. Shareholders' Structure and History of Capital Increase / (Decrease) for the past 3 years

Unit: Million Baht

Issued and Paid-up Capita	2012	2013	2014
187,494,835 common shares at Baht 1 each	187	-	-
190,754,935 common shares at Baht 1 each	-	191	-
194,007,835 common shares at Baht 1 each	-	-	194
Premium (discount) on share capital	44.12	48	51
Reserve for share-based payment	0.34	3	4
Retain (deficit) Earning	-	-	-
Retained earnings – Appropriated for the Legal	7	9	9
Unappropriated	51	63	15
Other components of shareholders' equity	67	67	63
Total shareholders' equity of the company	356	380	336
Non-controlling interests	12	7	11
<b>Total shareholders' equity</b>	<b>369</b>	<b>387</b>	<b>347</b>

#### 7. History of Capital Increase / (Decrease) for the past 3 year

Unit : Baht

Year	Registered & Paid-up Capital	Capital increase (decrease)	Paid-up Capital After capital increase (decrease)	Details of capital increase (decrease)
2012	150,000,000	37,494,835	187,494,835	Increase in share capital from Baht 155 Million to Baht 222.50 million by issuing 72,500,000 new ordinary shares at par value of Baht 1 per share for dividend payment , warrant and ESOP
2013	187,494,835		190,754,935	
2014	190,754,935		194,007,835	

#### 8. Major Shareholders and Management Team

First 10 major shareholders as record date on December 1, 2015, the detail are as table below.

No.	List of Shareholders	Share	( %)
1.	S.Cubic Co., Ltd	66,862,075	34.41
2.	Miss Suree Sirikorn	9,815,000	5.05
3.	Thai NVDR Co., Ltd.	9,453,700	4.86
4.	Sermkhun Kunawong	7,606,000	3.91
5.	Mrs.Natthamon Yongthanyaroj	5,575,000	2.87
6.	Mr.Sompol Kullertprasert	4,798,475	2.47
7.	Mr.Bunyat Vuttiseatpaiboon	4,000,000	2.06
8.	Mr.Worachai Santimongkolvit	3,981,500	2.05
9.	Mrs.Pattama Kullertprasert	2,299,990	1.18
10.	Mr. Mitrpan Sataworamane	1,772,500	0.91
11.	Other shareholders	79,941,445	41.14
	<b>Total</b>	<b>194,333,185.00</b>	

Source : Stock Exchange of Thailand

#### 9. The Board of Directors

The board of directors on January 5, 2016, the detail are as table below.

No.	List of Directors	Position
1	Mr. Ratanavudh Vajarodaya	Chairman of Board of Directors, Audit Committee
2	Mr. Sermkhun Kunawong	Chief Executive Office, Director
3	Mr. Chalay Kunawong	Director
4	Mr. Jumphol Rodcumdee	Chairman of the Audit Committee, Independent Director
5	Mr. Anant Katepithaya	Audit Committee, Independent Director

Source : Stock Exchange of Thailand

#### 10. Investment in Subsidiary

- None -

#### 11. History of Dividend Payments for the past 3 years

Year	Dividend Payment (Baht/share)
2012	-
2013	6.76
2014	5.59

Source : <http://www.setsmart.com/>



## Part III : Summary of Financial Statements the past 3 Years

## CMO Public Company Limited.

## Financial Statement

As at December 31, 2012, 2013, 2014 and September 30, 2015

Statement of Financial Position

(Unit : Baht Million)

	December 31, 2012	December 31, 2013	December 31, 2014	September 30, 2015
Current assets				
Cash and cash equivalents	22.72	29.52	23.46	41.21
Trade and other receivables - net	278.19	288.11	346.87	169.73
Short-term loan to related parties	0.05	1.10	8.00	
Inventories - net	8.19	13.56	20.21	
Non-current assets held for sale	0.00	25.22	0.00	90.93
Total current assets	309.16	357.51	398.54	301.87
Non-current assets				
Restricted deposits at bank	5.82	9.72	11.16	12.89
Investments in joint ventures - net	0.00	0.00	0.00	8.43
Property, plant and equipment - net	376.16	551.75	651.12	740.89
Goodwill	7.98	6.82	6.82	4.64
Deferred tax assets	7.13	5.75	16.48	18.63
Other non-current assets	35.34	34.25	49.31	74.26
Total non-current assets	432.43	608.29	734.89	859.73
Total assets	741.59	965.80	1,133.43	1,161.61
LIABILITIES AND SHAREHOLDERS' EQUITY				
Current liabilities				
Bank overdrafts and short-term loans from financial institution	134.21	235.42	265.13	302.60
Trade and other payables	142.87	127.82	241.39	230.78
Current portion of liabilities under financial lease agreements	26.03	38.23	32.88	29.42
Current portion of long-term loans from financial institutions	6.44	18.10	35.50	49.06
Short-term loan from related parties	0.00	0.08	0.68	0.00
Short-term loan from others	7.00	0.00	0.00	0.00
Dividend payable	0.00	9.48	9.17	0.00
Tax payable	0.56	0.00	0.00	
Total current liabilities	317.11	429.13	584.75	611.86



	December 31, 2012	December 31, 2013	December 31, 2014	September 30, 2015
Non-current liabilities				
Liabilities under financial lease agreements - net	29.04	41.01	25.12	21.16
Long-term loans from financial institutions - net	6.08	86.59	155.20	147.51
Deferred tax liabilities	16.76	17.92	18.81	32.53
Employee benefit obligations	3.69	4.19	2.12	2.09
Other non-current liabilities	0.24	0.00	0.00	
Total non-current liabilities	55.80	149.72	201.25	203.29
Total liabilities	372.91	578.86	786.00	815.14
Authorized share capital Common shares 222,500,000 shares at Baht 1 each	222.50	222.50	222.50	222.50
Issued and fully paid-up share capital	187.49	190.75	194.01	194.14
Premiums on share capital	44.12	47.59	51.04	51.27
Reserve for share-based payments	0.34	2.95	4.04	4.32
Discount on investments	4.91	4.91	4.91	4.91
Retained earnings (deficit)	57.34	71.54	23.61	(38.92)
Other components of shareholders' equity	62.15	62.15	58.55	111.77
Total shareholders' equity of the company	356.36	379.89	336.16	327.49
Non-controlling interests	12.32	7.06	11.27	18.97
Total shareholders' equity	368.68	386.94	347.43	346.47
Total liabilities and shareholders' equity	741.59	965.80	1,133.43	1,161.61

Income Statement

(Unit : Baht Million)

	December 31, 2012	December 31, 2013	December 31, 2014	September 30, 2015
Revenues from services	1,237.28	1,095.33	1,074.71	802.12
Other incomes	5.95	8.20	19.72	5.72
Total revenue	1,243.23	1,103.54	1,094.44	807.84
Expenses				
Cost of service	968.40	847.94	876.65	690.87
Selling expenses	16.94	12.97	27.22	12.49
Administrative expenses	136.57	168.25	192.73	136.40
Total expenses	1,121.92	1,029.17	1,096.60	839.75
Finance costs	(11.44)	(18.51)	(28.68)	(26.37)
Share of loss of investments in joint ventures	0.00	0.00	0.00	0.40
Profit (Loss) before income tax	109.88	55.86	(30.84)	(58.68)
Tax revenue (expenses)	(24.68)	(14.78)	5.51	(1.88)
Loss for the periods	85.20	41.08	(25.33)	(60.56)
EPS (Baht/Share)	0.41	0.18	-0.17	(0.32)

Cash flow statement

(Unit : Baht Million)

	December 31, 2012	December 31, 2013	December 31, 20124	September 30, 2015
Net cash from (used in) operating activities	121.25	68.33	77.34	84.88
Net cash from (used in) investing activities	(68.88)	(112.45)	(120.88)	(79.96)
Net cash from (used in) financing activities	(61.20)	50.92	37.48	14.48
Net increase (decrease) in cash and cash equivalents	(8.83)	6.79	(6.06)	19.40
Cash and cash equivalents, Beginning of periods	31.55	22.72	29.52	21.81
Cash and cash equivalents, End of periods	22.72	29.52	23.46	41.21