

No. CC20181104ELE

Nov 12, 2018

Subject Report of the Resolutions of Board of Directors' Meeting No.4/2018

To President  
The Stock Exchange of Thailand

The Board of Directors' meeting of Cal-Comp Electronics (Thailand) Public Company Limited (the "Company") No. 4/2018 was held on Nov 12, 2018 and the following resolutions were passed:

1. The Board of Director approved the Company's plan to construct 2 new plants in Petchaburi, Thailand in consider to fulfill the increased customer demand, as per the Notification of the Stock Exchange of Thailand regarding Rules, Conditions and procedures of information disclosure as the following details;

Location	Petchaburi, Thailand
Estimated Plant Size	Total 2 plants with 3 levels structures which estimate at 106,202 sqm. floor area.
Purpose	For the purpose of manufacturing the consumer electronics products, computer peripherals, telecommunication products and else.
Estimated Investment amount	Approximately Baht 2,294 million for the construction project.
Estimate completion Period	Q4/2019
Acquisition Asset	3.61% of total asset in Q3/2018 (under the total value of the consideration criteria).  The transaction size of the asset acquisition is not more than 15%, therefore is not subject to comply with the Acquisition and Disposition of Assets as stipulated in the Notification of the Stock Exchange of Thailand and the Notification of the Capital Market Supervisory Commission.

2. The Board of Directors had approved the related transactions as following detail;

2.1 Disposal on fixed asset

1<sup>st</sup> transaction

Partners of Contract Seller: Cal-Comp Electronics (Thailand) PCL. ("CCET")  
Buyer: Kinpo Electronics (Philippines) Inc. ("KPPH")

Type of fixed asset 1 set of reach truck forklift  
9 years of lifetime and 1.25 of used years

Transaction date September 2018

Transaction amount	USD 36,079 or approximately Baht 1,181,648.58
Pricing policy	At Book value (transaction amount) and near market value
Payment term	By cash in advance
The reason	The Company sold the unused equipment to KPPH to reduce outstanding idle equipment and to create maximum benefits for the Company.

The total transaction size of Disposal on fixed asset is Baht 1,181,648.58 which is accounted to 0.007% under the total value of consideration criteria (maximum acquisition value criteria). The transaction is categorized as small transaction, is not required to be disclosed according to the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies concerning the Acquisition and Disposal of Assets B.E. 2547 (2004).

## 2.2 Acquisition on fixed asset

### 1<sup>st</sup> transaction

Partners of Contract	Seller: Kinpo Electronics (Philippines) Inc. ("KPPH") Buyer: Cal-Comp Precision (Philippines) Ltd. ("CPPH")
Type of fixed asset	4 sets of brand new custom-made barcode printer.
Transaction date	September 2018
Transaction amount	PHP 730,333 or approximately Baht 447,913.23
Pricing policy	At Book value (transaction amount) and near market value
Payment term	By cash with 30 days of credit term
The reason	CCPH has purchased the brand new custom-made equipment from KPPH to support for its production purpose.

The total transaction size of acquisition on fixed assets is Baht 447,913.23 which is accounted to 0.003% under the total value of consideration criteria (maximum acquisition value criteria). The transaction is categorized as small transaction, is not required to be disclosed according to the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies concerning the Acquisition and Disposal of Assets B.E. 2547 (2004).

### Total size of disposal and acquisition on fixed asset for related party transaction criteria

Included 2 transactions of the Company and/or its subsidiary with Kinpo Electronics (Philippines) Inc. ("KPPH"), and Cal-Comp Precision (Philippines) Ltd. ("CPPH") and the total transaction size is Baht 1,629,561.81, which is accounted to 0.01% of NTA as September 30, 2018.

### Total size of related party transactions during the past six-month periods

Overall, total size of related party transaction is at approximately Baht 15,724,342.17 which accounted to 0.09% of NTA during the past six-month periods.

#### Note: Exchange Rate

USD/Baht = 32.7517

PHP/Baht = 0.6133

Details of related person of the Company and/or its subsidiary with Kinpo Electronics Inc and/or its subsidiary

- Name of related person: Kinpo Electronics (Philippines) Inc. ("KPPH")
- Relationship: KPPH is a subsidiary of Kinpo Electronics Inc. Kinpo Electronics Inc, holds 40.39% in the Company and holds 81.81% in KPPH, and has nominated 3 people to be directors in the Company: Mr. Hsu, Sheng-Hsiung, Mr. Hsu, Sheng-Chieh and Mr. Shen, Shyh-Yong,

The directors who have conflict of interest did not join and vote for this agenda.

Opinion of the Board of director and Audit Committee

The connected transactions of the Company are reasonable in the normal course of business due to all transactions are taking to supporting the business operation and also the terms and conditions are satisfied.

Please be informed accordingly.

Sincerely yours,

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Mr. Khongsit Choukitcharoen  
Managing Director