

MMS-AC62 / 018

December 23, 2019

Subject Notification of disposal of shares in the subsidiary (revised subject and additional content)

To The President of The Stock Exchange of Thailand

The Meeting of the Board of Director Meeting of Matching Maximize Solution Plc (the Company) No 12/2562 on December 23, 2019 passed the following resolution.

1) Approval of the capital decrease at Timelapse Co. Ltd (“TL”) (the subsidiary)

Registered capital : 40,000,000 baht  
Consisting of 400,000 ordinary shares at a par value of 100 baht

Registered capital (post capital decrease) : 34,000,000 baht  
Consisting of 340,000 ordinary shares at a par value of 100 baht

Shareholder Structure :-

Before Capital Decrease : The Company holds shares in TL at 96.75 % or 386,999 shares at a par value of 100 baht

After Capital Decrease : The Company holds shares in TL at 96.75 % or 328,950 shares at a par value of 100 baht

2) Approval of the signing of a share purchase agreement for selling ordinary shares in Timelapse Co. Ltd. (“TL”) (the Subsidiary).

The details are as follows:

1. *Transaction Date* : To sign the share purchase agreement by January 31, 2020 and the purchase transaction is expected to be completed by March 2020

2. *Relevant parties and relation*

Buyer : 1. Mr. Saenkhom Sangsorn  
2. Kratai Tuen Tua Co., Ltd.  
By Mr. Athip Whichuchaiant and  
Mr. Kirakorn Korajiraphan (as authorized directors)  
3. Mr. Alongporn Aupaiboon

Seller : Matching Maximize Solution Plc.

3. *Transaction details*

Type : Ordinary shares of Timelapse Co. Ltd (“TL”) (the Subsidiary)

Type of business of the Subsidiary : Provide post production services for films and all types of media and relevant businesses

Paid-up capital : 40,000,000 baht ( 34,000,000 bat post capital decrease)

Transaction	:	Sell TL's ordinary shares 328,950 shares (post capital decrease) with a par value of 100 baht According for 96.75% of the registered capital
Value of the shares for the transaction	:	20.12 baht per share for the total of 328,950 shares Translating to the transaction value of 6,618,474 baht

#### Payment Conditions

The first payment: A deposit of 2,000,000 baht will be paid on the day the share purchase agreement is signed.

The second payment: The remaining amount will be paid on the day of signing the share transfer agreement (Share purchase transaction).

Guarantee obligations and other obligations	:	-None -
Reasons for the share disposal	:	TL's business has accumulated losses; therefore, the Company planned to cease its operation in TL. The Company thus decided to dispose the ordinary shares in TL to mitigate possible impacts in the future if TL still continues its operation.

The aforementioned transaction is linked to purchasing or disposing assets. Based on the calculations under various criteria with any highest value from any criteria and based on the Company's financial statement as of September 30, 2019, it was found that the highest transaction size accounted for 0.99 % of the net tangible assets. Meanwhile, the Company did not engage in any acquisition or disposal transactions one this asset in six - month time. Also, the transaction size is lower than 15% of the Company's net asset value. Therefore, the Company is not obliged to disclose such transaction, according to the regulation about announcement of asset acquisition or disposal transactions.

<u>The financial position and performance of Timelapse Co. Ltd</u>		(Baht)
	<u>2018</u>	<u>9M19</u>
Total assets	23,269,483	19,349,743
Total liabilities	2,010,261	3,287,211
Total shareholders' equity	21,259,222	16,062,532
Net profit	(1,145,100)	(5,101,630)
Earnings per share	(2.86)	(12.75)
Number of shares	400,000	400,000

#### 4. *The meeting attendance and the votes in the meeting of stakeholders*

-None-

#### 5. *Directors' opinions*

The directors viewed that this transaction will benefit the Company.

#### 6. *Opinions or directors and/or Audit Committee members, which are different than the opinions of the Company's directors*

-None-

Yours sincerely,  
Matching Maximize Solution Public Company Limited

(Mr.Wiroj Bunsirungruang)  
Director