- Translate -

Ref. HF 0051/2020

May 18<sup>th</sup>, 2020.

Subject: Disclosure of Connected Transaction (Reviewed 2)

Attn : Managing Director of the Stock Exchange of Thailand.

According to the resolution of the Board of Director Meeting No. 3/2020, held on May 11<sup>th</sup>, 2020 of Hwa Fong Rubber (Thailand) Public Company Limited. has approved the connected transaction to increase the market potential. For trademark and the commission of product sales at 2% of sales under brand "DURO" that Hwa Fong Rubber Industry Company Limited is supplying customers And 1% from technical service fee. Which is a normal business support transaction for the company In this regard, With a value compared to last year's sales of not more than 49,000,000 baht and the total value not more than 3 % of the Net Tangible Asset (NTA) of the consolidated financial statements as at March 31, 2020 (NTA: 3,052,873,024.- Baht) with details As follows:

The use of trademarks and commissions to sell products under Brand "Duro". and Technical services Agreement

Parties Involved Service Provider:

Hwa Fong Rubber Industrial Company Limited. "HFR"

Service Recipient:

- Hwa Fong Rubber (Thailand) Public Company Limited. "HFT"

Related Relationship Hwa Fong Rubber Industrial Company Limited is the major shareholder

in The Company, which holds 50.42 % of the company's total shares.

Service providers and service providers have common directors.

- Mr. Shen, Kuo-Jung
  - Chairman of the Board and Managing Director
     Hwa Fong Rubber (Thailand) Public Company Limited.
  - Chairman of the Board
     Hwa Fong Rubber Industry Co., Ltd.
- Mr. Yen, Ming-Shan
  - Vice Chairman and Director
     Hwa Fong Rubber (Thailand) Public Company Limited.
  - Director
     Hwa Fong Rubber Industry Co., Ltd.
- Mr. Chiu, Hsih-Chien
  - Director

Hwa Fong Rubber (Thailand) Public Company Limited.

- Vice Chairman of the Board
   Hwa Fong Rubber Industry Co., Ltd.
- Miss. Wu, Ping-Yi
  - Director

Hwa Fong Rubber (Thailand) Public Company Limited.
Hwa Fong Rubber Industry Co., Ltd.

# Type of transaction

- 1. The use of the DURO trademark includes sales commission 2% from sales, a normal business support program with an extension of the contract year by year.
- 2. Technical service fee 1 % from sales, a normal business support transaction with the contract year by year.

Remuneration and conditions are reasonable In the conditions that the Company provides for general persons who are not connected persons.

Contract Period

1 Year (Jun 1<sup>st</sup>, 2020 – May 31<sup>st</sup>, 2021)

# Total value of the transaction

Estimated from year 2019, the sales value of the transaction size is not more than 49 million baht \* (1.60% of the net tangible asset (NTA = 3,052,873,024.- Baht)) as of As of 31 March 2020, which has a transaction value of more than 1 million but less than 20 million baht or more than 0.03 % but less than 3 % of NTA is a medium size transaction, the board of directors must be approved. And disclose the information to the Stock Exchange of Thailand.

The company has no connected transactions during the past 6 months.

#### Remark:

1. Use of trademarks Including commission sales of 2 % of sales under the DURO trademark, when estimated from the sales of the year 2019 of approximately 24 million baht and technical fees 1 % of sales of approximately 25 million baht. Total 49 million baht.

# Method of Payment

Payment for the actual sales within the first quarter of next year.

### Reasonableness of entering into the transaction.

The company entered into a contract to sell products under the Duro trademark. (DURO) and technical services with Hwa Fong Rubber Industry Co., Ltd. (HFR), the parent company of the Hwa Fong Group. According to the contract, Hwa Fong Rubber Industry Co., Ltd. will provide customers who are overseas customers because the parent company has a good database and relationship with customers and orders for products to the company. As well as providing technical services to increase the marketing potential which affects the company's growth The Company pays commission according to the percentage of sales. Currently, the overall economic situation has been affected by Covid-19 and the company has expanded its production capacity to support product orders. Which will make the company Can compete with the company other manufacturers As a result; the company is therefore obliged to enter into the said agreement.

Opinion of Board of Directors including Audit Committee

The Board of Director's meeting, where there was no director who have interests voting in the

meeting, had consciously considered and unanimously approved the management to sign on the

Technical Cooperation Agreement Hwa Fong Rubber Industry Co., Ltd. For the reasons mentioned

above. This transaction is also considered as business promotion with is reasonable and beneficial to

the company.

Anyhow, the Audit committee had no different opinion from the Board.

Please be informed accordingly and disclosed to shareholders and investors for making investment

decision. Thank you

Sincerely Yours,

(Mr. Chuang, Chih - Yao)

Vice President