

July 22, 2021

Subject Notification of Report on Connected Transaction (Receiving Financial Assistance)

To Director and Manager
The Stock Exchange of Thailand

We, N. C. Housing Public Company Limited (“Company”), would like to disclose the resolutions of the Board of Directors Meeting No. 5/2564 (“Meeting”), held on 16 July 2021, where the Meeting has passed the key resolution, to approve the entering into the connected transaction on receiving financial assistance from major shareholder of the Company and/or directors and/or executives, by offering a long-term debenture to specific investors no more than 10 persons in any 4 months-period (PP10). Type of the debenture is a long-term, unsubordinated & unsecured debenture without debenture holders’ representative in the name-registered certificate. Debenture’s tenor is 3 years and 2 days, coupon at 4.85% per annum, interest payable quarterly, with total issue size at THB 150,000,000, with the details as follows:

1. Date of Transaction

22 July 2021

2. Transaction Parties

2.1 Financial Supporters as follows:

| Financial Supporters | Relationship |
|-------------------------------------|------------------------|
| 1. NCH 2555 Holding Company Limited | Major shareholder |
| 2. Mr. Somchao Tanthathoedtham | Director and executive |
| 3. Mr. Somnuek Tanthathoedtham | Director and executive |
| 4. Mr. Trirat Jarutach | Director |
| 5. Mr. Piboon Limprapat | Director |
| 6. Mr. Vorakan Dhepchalerm | Director |
| 7. Mr. Vikrom Sriprataks | Director |

2.2 Financial Receiver: Company

3. Type and General Information of the Transaction

| | |
|--------------------------------------|---|
| Type of the Connected Transaction | A connected transaction regarding receiving financial assistance under the Notification of the Capital Market Supervisory Board No. Tor Chor. 21/2551 Re: Rules on Connected Transactions, and 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 Connected Transactions 2 0 0 3 (“ Connected Transaction Notification ”). |
| Name of Debenture | The Debenture of N. C. Housing Public Company Limited No. 1/2021 Due 2024 |
| Type of Debenture | A long- term, unsubordinated & unsecured debenture without debenture holders’ representative in the name- registered certificate |
| Offering | To specific investors no more than 10 persons in any 4 months- period (PP10) |
| Tenor | 3 years and 2 days from the issue date |
| Issue Date | 22 July 2021 |
| Maturity Date | 24 July 2024 |
| Coupon | Fixed rate at 4.85% per annum |
| Coupon Payment | Payable quarterly in every 22 January, 22 April, 22 July and 22 October of each year until maturity date. The last coupon payment will be payable at maturity date |
| Principal Payment | Payable at maturity |
| Face Value | THB 1,000 per unit |
| Offering Price | THB 1,000 per unit |
| Total issue size | THB 150,000,000 |
| Value of the Remuneration (Interest) | THB 21,884,794.52 |

4. Use of Proceeds

For using as working capital for the Company's operation

5. Total Value of the Remuneration

Total Value of the Remuneration

Total Value of the Remuneration (interest) is THB 21,884,794.52

Transaction Size

(Based on the Company's reviewed financial statement ended at 31 March 2021)

| Items | Details |
|--|---------------|
| Total Assets (Million THB) | 4,028.41 |
| Total Liabilities (Million THB) | 1,263.39 |
| Intangible Assets (Million THB) | 4.15 |
| Deferred Tax Assets (Million THB) | 16.18 |
| Minority Shareholders Equity (Million THB) | - |
| Net Tangible Asset Value (Million THB) | 2,744.69 |
| Total Value of the Remuneration (interest) (THB) | 21,884,794.52 |
| Transaction Size per Net Tangible Asset Value | 0.80% |

6. Characteristics and Scope of Interests of the Connected Persons when Agreeing to Enter into such Connected Transaction.

This transaction is considered as a connected transaction regarding the receipt of financial assistance. The Total remuneration of transaction (interest) is THB 21,884,794.52 or approximately 0.80 percent of the Company's Net Tangible Asset (NTA), which is more than THB 1 Million not over than THB 82.34 Million, or more than 0.03 per cent of NTA, not over than 3 per cent of NTA, whichever is higher. Accordingly, this transaction shall be approved by the Board of Directors and disclosed to the Stock Exchange of Thailand on a connected transaction according to the Connected Transaction Notification.

Details of the Debenture as follows:

| | |
|-------------------|---|
| Name of Debenture | The Debenture of N. C. Housing Public Company Limited No. 1/2021 Due 2024 |
|-------------------|---|

| | |
|--------------------------------------|--|
| Type of Debenture | A long-term, unsubordinated & unsecured debenture without debenture holders' representative in the name-registered certificate |
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| Total issue size | THB 150,000,000 |
| Value of the Remuneration (Interest) | THB 21,884,794.52 |

Remark: There is no connected transaction that the Company made with the connected person or close relatives during period 6 months prior to the transaction date

7. Opinion of the Board of Director Regarding the Transaction

The Board of Directors has considered the reason and necessity and resolved that the receipt of financial assistance is reasonable and will eventually increase the Company's benefit, for use as working capital in the Company's business operation. Thus, under the endorsement of the Company's Audit Committee, the Board of Directors has resolved to approve the receiving financial assistance from major shareholder of the Company and/or directors and/or executives, by offering a long-term debenture to specific investors no more than 10 persons in any 4 months-period (PP10). Type of the debenture is a long-term, unsubordinated & unsecured debenture without debenture holders' representative in the name-registered certificate. Debenture's tenor is 3 years and 2 days, coupon at 4.85% per annum, interest payable quarterly, with total issue size at THB 150,000,000. Moreover, for this transaction, the Company has received interest rate


comparable to the current reference interest rate of the financial institutions and/ or fixed incomes issued by comparable peers in the same industry, including with flexibility for cashflow management and financial plan.

8. Opinion of the Audit Committee or Directors that Differ from the Opinion of the Board of Director

The Audit Committee have the same opinion with the Board of Directors and there is no director that has difference opinion from the Board of Directors.

Please be informed accordingly.

N.C. Housing Public Company Limited



(Mr.Somchao Tanthathoedtham)

Director and Chief Executive Officer

Authorized to sign on behalf of the company

Investor Relations Department

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