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70 หมู่ 2 ด.ช้างใหญ่ อ.บางไทร จ.พระนครศรีอยุธยา ประเทศไทย 13290  
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( Translation )

Ref. No.MCS-014/2021  
August 16,2021

Subject : Appointed the Managing Director and CFO , Coonecting Transaction and inform about the interim dividend

To : Director and Manager  
The Stock Exchange of Thailand

The board meeting of M.C.S. Steel Public Company Limited (MCS) No.3/2021 have approved the resolutions are as details;

1. Appointed MS . Wanna Pholkeaw Acting President position to be Managing director which effective August 13 2021 onward.

The purpose of promoting of MS. Wanna Pholkeaw as has become Managing director as

- 1) Necessary since face to face communication with our Japanese clients has been largely restricted due to travel limitation and such restriction has been in placed much longer beyond expectation a year ago.
  - 2) Our business promotion activities now can be jointly carried out by myself and MS. Wanna Pholkeaw, who has been stationed in Japan for more than 2 years , with sufficient Japanese capacity and has been widely accepted by our Japanese clients.
  - 3) When we have plenty of works until first Quarter of next year , it is time to put more effort as to concrete every new contracts we have secured
2. Appointed Ms.Mattawan Srisakda Acting for Chief Financial Officer position to be Chief Financial Officer which effective August 13 2021 onward.

We are a company with two subsidiaries companies in Xiamen and Japan which their financial report has to be in form of International Financial Reporting Standards: IFRS as to fit our requirements even it is never a requirement at China and Japan , we do have to increase of account capacity as to meet such requirements, in the same time , we have self quarantine our factory and provide full meals to our employee for more than one year , we definitely require a permanent in charge for such matter , the promotion of Ms.Mattawan Srisakda was with condition to taking care both need we face today ,a considerable heavy assignment. Our decision of self quarantine has in no doubt contributed to expected of profit for last and this financial year.

3. Due to sudden deteriorating of Thai Covid situation in recent months , serval our directors raised the question if we should place more reserve as to counter any unforeseen disaster if does happen in next few months or year , we have decided to offer interim dividend at no less than last years but also decided to take another week or so to make final decision on our interim dividend.
4. Approved to sell the land to related person the details are as following ;

1. Date, Month, Year of the Transaction

- within Quarter 3 of 2021

2. The Related Party and relation with the listed company

Seller	M.C.S. Steel Public Company Limited
Buyer	Dr.Naiyuan Chi
Relation	Chairman of Board Director and Chief Executive Officer Total of share : 6,500,000 shares or 1.36% (June 30 ,2021)

3. Details of Related person

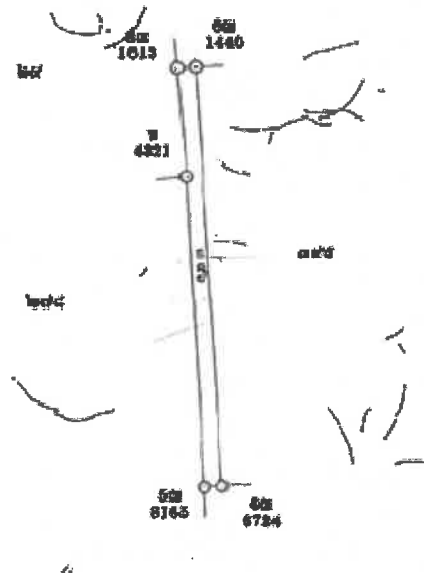
To sell the land to related person who are the Chairman of Board Director and Chief Executive Officer ,Total of share : 6,500,000 shares or 1.36% (June 30 ,2021)

4. The Nature of Transaction type and size of transaction

The board director approved to sell the land as

Type of Asset	Land
Details of Asset	vacant land
Land Location	Ratchakram Bangsai , Phra Nakon Si Ayutthaya
Title deed number	38201
Parcel No	396
Total area	2-0-0 Rai
Obligation of Assets	None
Title	M.C.S. Steel Public Co., Ltd.

## Shape of Land



Note : This land is a 10m \*300 m piece of long shape land originally was not designated as for any construction work but separation zone with neighbors.

### 5. Value of Transaction

The Board director approved to sell the land of 2-0-0 Rai or 800 square wah as 4.4 Million Baht

### 6. Benefit from this transaction

6.1 This land not have the profit for company operation.

6.2 To reduce the burden of taking care of this land

## 7. Pricing criteria

The price was considering base on general trading conditions which consider price from 2 independent appraisers in the approved list of The Securities and Exchange Commission, Thailand (SEC) as details ;

No.	Appraiser Company	Approach of appraisal	Appraisal Value	Appraised date
1.	Southeast Asia Interational Co., Ltd.	Market Approach	4,400,000	11/8/2021
2.	NOBLE PROPERTY VALUATION COMPANY LIMITED	Market approach	4,000,000	11/8/2021

The cost price of land as 1,442,549 Baht

## 8. Size of transaction

8.1 The transaction required to be disclosed pursuant to the Notification of the Capital Market Supervisory Board No. Tor Chor 20/2551 Re: Rules on the transaction that is significant to the Acquisition or Disposition Assets and the Notification of the Stock Exchange of Thailand. According to MCS's consolidate financial statements of company and subsidiary ended 31 March 2021 that reviewed by the Independent Auditor, after calculation which has a transaction size of 0.07% under the value of Consideration paid criteria, Therefore the nose Acquisition or Disposal of Assets incurred during the past six months ,size of transaction ratio was 0.37% and not over 15.00% under the value of Consideration paid criteria, so there is no need to disclose to Stock Exchange of Thailand.

Size of transaction = The value of Consideration paid criteria \* 100 / Total Asset  
= 4,400,000\*100/6,182,566,000  
= 0.07%

8.2 The transaction is in accordance with Notification of the Capital Market Supervisory Board No. Tor Chor 21/2551 Re : Rules on Connected Transactions and according to Notification of the Board of Governors of the Stock Exchange of Thailand, Disclosure of Information and Other Acts of Listed Companies concerning the Connected transactions 2003 . According to MCS's consolidate financial statements of company and subsidiary ended 31 March 2021 that reviewed by the Independent Auditor

## Net tangible assets value (NTA) at 31 March 2021

Total Asset	6,182,565	Thousand Baht
deduct Good will	21,191	Thousand Baht
deduct Intangible assets	10,396	Thousand Baht
deduct Total liabilities	2,235,198	Thousand Baht
deduct Non-controlling interests	108,878	Thousand Baht
Net tangible assets value (NTA)	<u>3,806,902</u>	Thousand Baht

### Calculation

NTA on March 31 , 2021 was 3,806,902,000 Baht.

0.03%	of net tangible assets value (NTA)	was	1,142,070.60
3%	of net tangible assets value (NTA)	was	114,842,790.00

After calculated the value of transaction as 4,400,000 Baht, size of NTA was 0.12 which is exceeding 0.03 percent but not exceeding 3 percent of NTA that must be approve by board of directors and required to disclose to Stock Exchange of Thailand without having to propose for an approval in a shareholder meeting.

And durung six months ,The company had not any connected transaction with Dr.Naiyuan Chi .

9. Term of Payment : The payment will on the date of registration of ownership transfer and MCS will pay about fees ,duty and other expenses of transfer of ownership. And the money from the selling ,the company will use as the working capital.

### 10. Connected Persons and Conflict of Interest

Dr. Naiyuan Chi who is the director that has conflict of interest did not attend the Board of Directors Meeting for this specific matter and had no right to vote.

### 11. Opinions of the Company's Board of Directors on the Entering into the connected Transactions

The Board of Directors' meeting of the Company, at which the directors who had no interest in the connected transaction attended, had the opinion is justified ,the disposal price that use the highest price from appraised value . And the purpose to buy the land as to supply adequate accommodation for restaurant facility which supply full meals for more than 600 employee, he like to put up an easy dormitory to accommodate restaurant employees which increased due to much heavier work load than expected but it is the last choice within a compound required self quarantine which reason make the more benefit to the company.

### 12. Opinion of the Audit Committee and/or the Company's directors that is different from the opinion of the Board of Directors

- None -

For your acknowledgement

Yours Sincerely,

.....  
(Mr.Phairat Viwatborvornwong)  
Chief Planning and Construction Officer

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