



("TRANSLATION")

GCAP. 070/2564

15<sup>th</sup> November 2021

Subject: Report on the progress of a subsidiary company establishment (additional share acquisition in a joint venture company: Sabaijai Money Co., Ltd.)

To: The President  
The Stock Exchange of Thailand

G Capital Public Company Limited would like to inform that the Company's Board of Directors, at the meeting No.9/2021 held on 15<sup>th</sup> November 2021, has passed resolution to acknowledge recent progress of the additional share acquisition in a joint venture company (Sabaijai Money Co., Ltd.) as following:

Regarding the Company's Board of Directors, at the meeting No.8/2021 held on 6<sup>th</sup> September 2021, has passed resolution to acquire additional shares in a Joint Venture company (Sabaijai Money Company Limited) which currently company held 51% shares with the resolutions to acquire 49% shares from 9F International Holdings PTE. LTD., the co-investors from China (which is not related parties' transaction). By the way, the shares value will be paid in cash. The appropriate price is based on an independent appraiser, S14 Advisory Company Limited, which has been approved by SEC, using the Adjusted book value approach in valuation with reference from Interim financial statement of Sabaijai Money Company Limited for three-month and six-month periods ending on June 30<sup>th</sup>, 2021, which has been audited by Dharmniti Auditing Co., Ltd.

Recently, the company has been informed of the appraised price from an independent appraiser According to the report of S14 Advisory Company Limited, which applied the Adjusted book value approach in valuation, it was reported that Sabaijai Money Company Limited had no residual value. Therefore, G Capital Public Company Limited has purchased additional 49% shares from 9F International Holdings PTE.LTD. at a price of 1 baht, paid in cash. And such transaction was completed since November 10<sup>th</sup>, 2021.

The Board of Directors' meeting also passed additional resolution to sell whole shares of Sabaijai Money Company Limited to appropriated buyers, which is currently in the process.



Company Name	Sabajai Money Company Limited
Category	Financial business (non-financial institution) by providing the lending personal loans under supervision and Nano Financing loans
Company Registration Date	7 February 2019
Registered Capital	50,000,000 baht divided into 10,000,000 ordinary shares, par value of 5 baht per share

Shareholding Structure	Before		After	
	No. of Shares	%	No. of Shares	%
G Capital Public Company Limited	5,100,000	51	10,000,000	100
9F International Holdings PTE.LTD.	4,900,000	49	0	0

Such items are considered as non-connected transactions. However, these transactions are considered as the acquisition or disposition of the assets under the criteria of the Notification of the Capital Market Supervisory Board No. TorChor 20/2561 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets and the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of information and Practices of Listed Companies in the Acquisition or Disposition of Assets, 2004, which the company has the highest transaction size (including the transaction during the past 6 months) less than 15% according to all calculation methods (ref. Interim financial reporting for six-month period ended June 30,2021)

Please be informed accordingly.

Yours sincerely

- Sutthi Sripratum –

(Mr. Sutthi Sripratum)

Company Secretary

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