

NEXP-311-6411001

20 December 2021

Subject: Notification of Connected Transaction (Financial assistance provided to an associate company) (Additional)

To: President
The Stock Exchange of Thailand

Nex Point Public Company Limited. (“the Company”) would like to notify the resolutions of the Board of Directors' Meeting No. 7/2021 held on 17 December 2021, which has been considered and approved as follows;

1. Approved reduce the guarantee to Absolute Assembly Co., Ltd (AAB) (in proportion to its shareholding of 45%) from 572.50 million baht to the remaining 257.625 million baht.
2. Approved the ratification of the loan facility to Absolute Assembly Co., Ltd (AAB) for 180 million baht. (in proportion to its shareholding of 45%)
3. Approved the loan of Absolute Assembly Co., Ltd (AAB) for 45 million baht. (in proportion to its shareholding of 45%)
4. Approved of the Company's guarantee to Absolute Assembly Co., Ltd (AAB) (in proportion to 45% shareholding) amounting to 225 million baht and amount 6.75 million US dollars.

However, transactions item 1 – 4 are considered financial assistance transactions is considered a related transaction connected because it is a transaction with a juristic person that is an associated company with major shareholders and common directors with the Company when calculating the size of the list The transaction size is more than 3% of the net tangible assets (NTA) of the Company based on the Company's reviewed consolidated financial statements. which has been reviewed by the Certified Public Accountant. Therefore, the Company is obliged to seek approval from the shareholders' meeting of the Company. But such assistance according to the proportion that the company having interests in that juristic person, the Company is therefore exempted from having to seek approval from the shareholders' meeting on such matters. but must request approval for entering into the transaction from the Board of Directors' meeting and disclose the said transaction to the Stock Exchange of Thailand (“SET”) according to the Notification of Connected Transactions The details of entering into the transaction appear as follows. details below

Details Item 1 Approved reduce the guarantee to Absolute Assembly Co., Ltd (AAB) (in proportion to its shareholding of 45%) from 572.50 million baht to the remaining 257.625 million baht

1.) Date of Transection: Within the Q'2 of 2021

2.) Transaction Party and Relationship with the Listed Company:

Financial support: Nex Point Public Company Limited ("NEX")
Holding 45% of all AAB's shares

Financial receiver: An associate company namely, Absolute Assembly Co., ltd (AAB)

Establishment date: : 1 May 2020

Registration number : 010-556-306-9167

Paid-up capital : 1,500 million baht

Business type: :To operate the business of manufacturing, assembling electric vehicles, distributing and service about All types of electric vehicles

Board of Directors:

1	Mr. Somphote Ahunai
2	Mr. Amorn Saptaveekul
3	Mr. Vasu Klomkliang
4	Mr. Khanist Srivajiraphabha
5	Miss Inthira Chuaysanit

List of shareholders:

1	EA Mobility Holding Co., Ltd	holding 55%
2	Nex Point Public Company Limited	holding 45 %
3	Mr. Somphote Ahunai	holding 0%
4	Mr. Amorn Saptaveekul	holding 0%

Relationship : listed Company and the juristic person who, receiving financial assistance is related to a connected company, according to the announcement of the capital market No. TorJor. 21/2551 regarding rules for making connected transactions and announcement of the Stock Exchange of Thailand Re: Disclosure of Information and Practices of Listed Companies Connected, B.E 2546

EA Mobility Holding Co., Ltd holds 40.01% in the Company and holding 55% in AAB

3.) Description of Transection

The Company has provided financial assistance to AAB, (an associated company), which is guaranteeing credit lines to commercial banks from 572.50 million baht in Joint and several to a limit of 257.625 million baht, according to the percentage of shareholding 45% amount of 257.625 million baht.

4.) Transactions Size:

1. The amount of guarantee: 257.625 million baht.
2. Guarantee period: 10 years (from 21 June 2021 – 21 June 2031)
3. Securities used as collateral -None-
4. Impact on the rights of shareholders Does not affect voting rights, rights to share profits of shareholders
5. Item size measurement consolidated financial statements as of 31 March 2021

(Thousand baht)	
Nex Point @ 31.03.21	
Total asset	3,530,576
Less goodwill	- 200,744
Less intangible assets	- 381,757
Less Total Liability	- 408,238
Less NCI	- 198,743
NTA	2,341,094.00

(Thousand baht)			(%)
calculation criteria	Calculation	Stand for	Size
1)Net Tangible Asset value (NTA)	$\frac{\text{NTA of Asset} \times \text{Shareholding}}{\text{NTA Of the Company}}$	$\frac{257,625}{2,341,094}$	11.0045%

6. Item size measurement consolidated financial statements as of 30 September 2021

(thousand baht)	
Nex Point @ 30.09.21	
Total assets	3,494,373
Deduct goodwill	- 200,744
Less intangible assets	- 435,628
Less Total Liabilities	- 416,425
NCI deducted	- 205,818
NTA	2,235,758.00

(Thousand baht)			(%)
Calculation criteria	Calculation	Stand for	Size
1)Net Tangible Asset value (NTA)	$\frac{\text{NTA of Asset} \times \text{Shareholding}}{\text{NTA of the Company}}$	$\frac{257,625}{2,235,758}$	11.5229%

Therefore, NEX entered into a transaction with a connected company. with a transaction value equal to 257.625 million baht, which is considered financial aid list is considered a connected transaction because it is a transaction with a juristic person that is an associated company with major shareholders and directors with the Company, when calculating the size of the transaction size is more than 3% of the net tangible assets (NTA) of the Company with the transaction size equal to 10.0045 % compared to NTA from the reviewed consolidated financial statements of the Company, that have been reviewed by the Certified Public Accountant as of 31 March 2020, size equal to 11.52% Based on the Company's reviewed consolidated financial statements which have been reviewed by the Certified Public Accountant as of 30 September 2021. Therefore, the Company is obliged to seek approval from the shareholders' meeting of the Company, but such assistance according to the proportion that the Company has interests in that juristic person the Company is therefore exempted from having to seek approval from the shareholders' meeting but has a duty to request approval from the Board of Directors' meeting and disclose the transaction to the Stock Exchange of Thailand ("SET") according to the Notification of Connected Transactions

When calculating transactions with connected companies accumulate transactions for the past 6 months, when calculating the transaction size is more than 3% of the net tangible assets (NTA) of the Company, the transaction size is 11.5229 %t. according to the proportion that the Company has interests in that juristic person, the Company has to seek approval from the shareholders' meeting on such matters. but has a duty to request approval from the Board of Directors' meeting and disclose the said transaction to the Stock Exchange of Thailand ("SET") according to the Notification of Connected Transactions

5.) Financial Source for the Financial Assistance:

The Company does not use its working capital. because it is a guarantee of events that may occur in the future, after providing such financial assistance Therefore, the Company still has sufficient working capital for the Company's operations in the future.

6.) Opinion Of the Board Directors:

The Board of Directors has considered the reasons and resolved that providing such financial assistance was a reasonable transaction and would be beneficial to the Company's business. Therefore, it was resolved to provide financial assistance to AAB as proposed by the Executive Director for approval.

In this regard, [Directors with conflict of interest as listed 1. Mr. Somphote Ahunai 2. Mr. Amorn Saptaveekul 3. Mr. Vasu Klomkliang](#) did not attend the meeting and did not vote on agreed to enter into the above-connected transaction in this agenda.

7.) Opinion of the Audit Committee which is different from the Board of Directors' opinion:

-None-

3.) Description of Transaction

The Company provided financial assistance to an associated company which is AAB to provide a loan in proportion to its 45% stake in the amount of 180 million baht to be used which is in the construction of an electric vehicle assembly plant in Ban Pho District, Chachoengsao Province, Eastern Special Development Zone or EEC, the production area of the factory is about 55,000 square meters, with a production capacity of 3,000 - 6,000 vehicles per year.

4.) Transactions Size:

The Company wishes to provide financial assistance to AAB with the transaction size as follows:

1. Loan amount: 180 million baht and 2.26- million-baht of interest
2. Interest rate: 2.51 %

(Based on the financial cost of the Company that holds shares in the associated company at the time of the loan.)

plus the margin, which is the same interest rate as the loan issued by the company

3. Loan term: 6 months (1 October 2021 to 1 April 2022)
4. Terms of repayment The end of the promissory note period with interest payment
5. Securities used as collateral -None-
6. Impact on the rights of shareholders Does not affect voting rights, rights to share profits of shareholders
7. Item Size Measurement consolidated financial statements as of 30 June 2021

	(Thousand baht)	
	Nex Point @ 30.6.21	
Total Assets		3,525,313
less goodwill	-	200,744
Less intangible assets	-	410,770
Less Total Liabilities	-	433,221
Less NCI	-	201,437
NTA		2,279,141

Calculation criteria	Calculation	(Thousand baht)		Size (%)
		Stand for		
1)Net Tangible Asset value (NTA)	NTA of Asset xShareholding	182,259		7.9968%
	NTA of the Company	2,279,141		

8. Item Size Measurement consolidated financial statements as of 30 September 2021

	(Thousand baht)	
	Nex Point @ 30.09.21	
Total Assets		3,494,373
less goodwill	-	200,744
Less intangible assets	-	435,628
Less Total Liabilities	-	416,425
Less NCI	-	205,818
NTA		2,235,758

Calculation criteria	Calculation	(Thousand baht)		Size
		(%)		
1) Net Tangible Asset value (NTA)	NTA of Asset x Shareholding	182,259		8.1520%
	NTA of the Company	2,235,758		

Therefore, NEX entered into a transaction with a connected company. with a transaction value of 180 million baht, which is considered financial aid list is considered a connected transaction because it is a transaction with a juristic person that is an associated company with major shareholders and directors with the Company when calculating the size of the list the transaction size is more than 3% of the net tangible assets (NTA) of the Company, with the transaction size equal to 7.996 % compared to NTA from the Company's reviewed consolidated financial statements which were reviewed by the Certified Public Accountant as of June 30, 2021, and equal to 8.1520 percent compared to NTA from the reviewed consolidated financial statements of the Company. which has been reviewed by the Certified Public Accountant as of September 30, 2021. Therefore, the Company is obliged to seek approval from the shareholders' meeting of the Company. But such assistance according to the proportion that the company Having interests in that juristic person, the Company is therefore exempted from having to seek approval from the shareholders' meeting on such matters. but has a duty to request approval from the Board of Directors' meeting and disclose the said transaction to the Stock Exchange of Thailand ("SET") according to the Notification of Connected Transactions

When calculating transactions with connected companies accumulate transactions for the past 6 months, when calculating the transaction size is more than 3% of the net tangible assets (NTA) of the Company, with the transaction size equal to 19.52 (compared to the NTA of the Company as of 30 June 2021) and 19.67% (compared to the NTA of the Company as of 30 September 2021) according to the proportion that the Company has interests in that juristic person, the Company is therefore exempted from having to seek approval from the shareholders' meeting on such matters. but has a duty to request approval from the Board of Directors' meeting and disclose the said transaction to the Stock Exchange of Thailand ("SET") according to the Notification of Connected Transactions

5.) Financial Source for the Financial Assistance:

The Company uses the money received from the capital increase, which is intended to be the Company's working capital to finance loans to the associated company by remaining funds is still sufficient for future business operations

6.) Opinion Of the Board Directors

The Board of Directors has considered the reasons and resolved that Providing such financial assistance It was a reasonable transaction and would be beneficial to the Company's business. Therefore, it was resolved to provide financial assistance to AAB as proposed by the Executive Director for approval.

In this regard, Directors with conflict of interest as listed 1. Mr. Somphote Ahunai 2. Mr. Amorn Saptaveekul 3. Mr. Vasu Klomkliang did not attend the meeting and did not vote on this agenda

7.) Opinion of the Audit Committee which is different from the Board of Directors' opinion

-None-

Details Item 3: Approved of the loan of AAB in the amount of 45 million baht in proportion to its shareholding of 45%)

1.) Date of Transection; within December 2021

2.) Transaction Party and Relationship with the Listed Company:

Financial support: Nex Point Public Company Limited (“NEX”)
Holding 45% of all AAB’s shares

Financial receiver: An associate company namely, Absolute Assembly Co., ltd (AAB)

establishment date : 1 May 2020

Registration number : 010-556-306-9167

Paid-up capital : 1,500 Million baht

Business type : To operate the business of manufacturing, assembling electric vehicles, distributing and service about all types of electric vehicles

Board of Directors

:1	Mr. Somphote Ahunai
2	Mr. Amorn Saptaveekul
3	Mr. Vasu Klomkliang
4	Mr. Khanist Srivajiraphabha
5	Miss Inthira Chuaysanit

List of shareholders

: 1	EA Mobility Holding Co., Ltd	holding 55%
2	Nex Point Public Company Limited	holding 45 %
3	Mr. Somphote Ahunai	holding 0%
4	Mr. Amorn Saptaveekul	holding 0%

Relationship : listed Company and the juristic person who, receiving financial assistance is related to a connected company, according to the announcement of the capital market No. TorJor. 21/2551 regarding rules for making connected transactions and announcement of the Stock Exchange of Thailand Re: Disclosure of Information and Practices of Listed Companies Connected, B.E 2546

EA Mobility Holding Co., Ltd holding 40.01% in the Company and holding 55% in AAB

3.) Description of Transaction

The Company has provided financial assistance to an associate company, which is AAB, by providing a loan in proportion to the 45% shareholding amount of 45 million baht to be used as working capital for the operation of AAB during the construction period. [Which is in the construction of an electric vehicle assembly plant in Ban Pho District, Chachoengsao Province, Eastern Special Development Zone or EEC, the production area of the factory is about 55,000 square meters, with a production capacity of 3,000 - 6,000 vehicles per year.](#)

4.) Transactions Size:

The Company wishes to provide financial assistance to AAB \ with the transaction size as follows:

1. Loan amount: 45 million baht and 2.80- million-baht of interest.
2. Interest rate: 3.11 %

[\(Based on the financial cost of the company that holds shares in the associated company at the time of the loan. plus the margin, which is the same interest rate as the loan issued by the Company\)](#)

3. Loan term: Not more than 12 months at a time and can roll over (Due 31 December 2023)
4. Terms of repayment [The end of the promissory note period with interest payment](#)
5. Guarantee assets [-None-](#)
6. Impact on the rights of shareholders [Does not affect voting rights, rights to share profits of shareholders](#)
7. Item Size Measurement [consolidated financial statements as of 30 September 2021](#)

(thousand baht)	
Nex Point @ 30.09.21	
Total assets	3,494,373
Deduct goodwill	- 200,744
Less intangible assets	- 435,628
Less Total Liabilities	- 416,425
NCI deducted	- 205,818
NTA	2,235,758.00

Calculation criteria	Calculation	(Thousand baht) (%)	
		Stand for	Size
1)Net Tangible Asset value (NTA)	$\frac{\text{NTA of Asset} \times \text{Shareholding}}{\text{NTA of the Company}}$	47,799	2.1379%
		2,235,758	

Therefore, NEX entered into a transaction with a connected company. with a transaction value of 45 million baht, which is considered financial aid list is considered a connected transaction because it is a transaction with a juristic person that is an associated company with major shareholders and common directors with the Company when calculating the size of the list The transaction size is more than 3% of the net tangible assets (NTA) of the Company, with the transaction size equal to [2.1379%](#), based on the Company's reviewed consolidated financial statements. which has been reviewed by the Certified Public Accountant as of September 30, 2021. Therefore, the Company is

obliged to seek approval from the shareholders' meeting of the Company. But such assistance according to the proportion that the Company Has interests in that juristic person, the Company is therefore exempted from having to seek approval from the shareholders' meeting on such matters. but has a duty to request approval from the Board of Directors' meeting and disclose the said transaction to the Stock Exchange of Thailand ("SET") according to the Notification of Connected Transactions

When calculating transactions with connected companies Accumulate transactions for the past 6 months, when calculating the transaction size is more than 3% of the net tangible assets (NTA) of the Company, with the transaction size equal to 21.66%. according to the proportion that the Company has interests in that juristic person, the Company is therefore exempted from having to seek approval from the shareholders' meeting on such matters. but has a duty to request approval from the Board of Directors' meeting and disclose the said transaction to the Stock Exchange of Thailand ("SET") according to the Notification of Connected Transactions

5.) **Financial Source for the Financial Assistance:**

The company uses the money received from the capital increase. which is intended to be the Company's working capital to finance loans to the associated company by remaining funds is still sufficient for future business operations

6.) **Opinion Of the Board Directors**

The Board of Directors has considered the reasons and resolved that Providing such financial assistance It was a reasonable transaction and would be beneficial to the Company's business. Therefore, it was resolved to provide financial assistance to AAB as proposed by the Executive Director for approval.

In this regard, Directors with conflict of interest as listed 1. Mr. Somphote Ahunai 2. Mr. Amorn Saptaveekul 3. Mr. Vasu Klomkliang did not attend the meeting and did not vote on this agenda

7.) **Opinion of the Audit Committee which is different from the Board of Directors' opinion**

-None-

Details Item 4: Approved of the Company's guarantee to Absolute Assembly Co., Ltd (AAB) (in proportion to 45% shareholding) amounting to 225 million baht and amount 6.75 million US dollar.

1.) Date of Transaction; Within Q'1 of 2022

2).Transaction Party and Relationship with the Listed Company:

Financial support:	Nex Point Public Company Limited ("NEX") Holding 45% of all AAB's shares		
Financial receiver:	An associate company namely, Absolute Assembly Co., Ltd (AAB)		
establishment date	: 1 May 2020		
Registration number	: 010-556-306-9167		
Paid-up capital	: 1,500 Million baht		
Business type	: To operate the business of manufacturing, assembling electric vehicles, distributing and service about all types of electric vehicles		
Board of Directors	:1	Mr. Somphote Ahunai	
	2	Mr. Amorn Saptaveekul	
	3	Mr. Vasu Klomkliang	
	4	Mr. Khanist Srivajiraphabha	
	5	Miss Inthira Chuaysanit	
List of shareholders	: 1	EA Mobility Holding Co., Ltd	holding 55%
	2	Nex Point Public Company Limited	holding 45 %
	3	Mr. Somphote Ahunai	holding 0%
	4	Mr. Amorn Saptaveekul	holding 0%
Relationship	: listed Company and the juristic person who, receiving financial assistance is related to a connected company, according to the announcement of the capital market No. TorJor. 21/2551 regarding rules for making connected transactions and announcement of the Stock Exchange of Thailand Re: Disclosure of Information and Practices of Listed Companies Connected, B.E 2546		
	EA Mobility Holding Co., Ltd holding 40.01% in the Company and holding 55% in AAB		

3.) Description of Transaction

The Company has provided financial assistance to an associated company, AAB to guarantee credit lines from a commercial bank, in accordance with the proportion of 45% stake in the amount of 225 million baht and of 6.75 million US dollars (compared to approximately 230 million baht, exchange rate 34.0754 baht / USD as of 3 December 2021 for working capital.

4.) Transactions Size:

The Company wishes to provide financial assistance to AAB with the size of the transaction as follows:

1. Guarantee amount: 225 million baht and USD 6.75 million USD
2. Guarantee period: There is no set period of the revolving loan agreement. There is a term of the revolving loan agreement. This is because it is a revolving loan type L/C, D L/C, T/R and Forward.
3. Securities used as collateral -None-
4. Impact on the rights of shareholders Does not affect voting rights, rights to share profits of shareholders
5. Item size measurement: Consolidated financial statements as of 30 September 2021

(thousand baht)	
Nex Point @ 30.09.21	
Total assets	3,494,373
Deduct goodwill	- 200,744
Less intangible assets	- 435,628
Less Total Liabilities	- 416,425
NCI deducted	- 205,818
NTA	2,235,758.00

Calculation criteria	Calculation	(Thousand baht) (%)	
		Stand for	Size
1) Net Tangible Asset value (NTA)	<u>NTA of Asset x Shareholding</u>	<u>455,009</u>	20.3514%
	NTA of the Company	2,235,758	

Therefore, NEX entered into a transaction with a connected company. with a transaction value of 455 million baht, which is considered financial aid list is considered a connected transaction because it is a transaction with a juristic person that is an associated company with major shareholders and common directors with the Company when calculating the size of the list The transaction size is more than 3% of the net tangible assets (NTA) of the Company with the transaction size equal to 20.3514%, based on the Company's reviewed consolidated financial statements. which has been reviewed by the Certified Public Accountant as of 30 September 2021. Therefore, the Company is obliged to seek approval from the shareholders' meeting of the Company, but such assistance according

to the proportion that the company having interests in that juristic person, the Company is therefore exempted from having to seek approval from the shareholders' meeting on such matters. but has a duty to request approval from the Board of Directors' meeting and disclose the said transaction to the Stock Exchange of Thailand ("SET") according to the Notification of Connected Transactions.

When calculating transactions with connected companies Accumulate transactions for the past 6 months, when calculating the transaction size is more than 3% of the net tangible assets (NTA) of the Company, the transaction size is 42.01%. according to the proportion that the Company Has interests in that juristic person, the Company is therefore exempted from having to seek approval from the shareholders' meeting on such matters. but has a duty to request approval from the Board of Directors' meeting and disclose the said transaction to the Stock Exchange of Thailand ("SET") according to the Notification of Connected Transactions.

5.) Financial Source for the Financial Assistance:

The Company does not use its working capital. because it is a guarantee of events that may occur in the future, which after providing such financial assistance. Therefore, the Company still has sufficient working capital for the Company's operations in the future.

6.) Opinion Of the Board Directors

The Board of Directors has considered the reasons and resolved that Providing such financial assistance It was a reasonable transaction and would be beneficial to the Company's business. Therefore, it was resolved to provide financial assistance to AAB as proposed by the Executive Director for approval.

In this regard, [Directors with conflict of interest as listed 1. Mr. Somphote Ahunai 2. Mr. Amorn Saptaveekul 3. Mr. Vasu Klomkliang](#) did not attend the meeting and did not vote on this agenda

7.) The opinions of the Audit Committee are different from the opinions of the Board of Directors

-None-

Please be informed accordingly.

Yours sincerely,

(Mr.Khanist Srivajiraprabha)

Chief Executive Officer