

No. CAZ 001-2022

January 24, 2022

Subject: Receiving financial assistance from connected person

To: President of the Stock Exchange of Thailand

CAZ (Thailand) Public Company Limited (“CAZ”) would like to inform the resolution of the Board of Director’s Meeting No. 1/2022 held on January 24, 2022 which approved the receiving financial assistance from Takuni (Thailand) Company Limited (“TT”) which is a connected person. The details are as follows:

Financial assistance type.	Short-term loan; type of promissory notes (P/N): without any collateral.	
Loan duration period.	February 2, 2022 – December 30, 2022.	
Related parties and relationship with the listed company.	<p>Borrower: CAZ (Thailand) Public Company Limited (“CAZ”) Lender: Takuni (Thailand) Company Limited (“TT”) Relationship: TT is the major shareholder of CAZ, shares holding 36.64% of total shares. (Information from register book closing on January 7, 2022). Moreover, TT is 99.99% held by Takuni Group Public Company Limited (“TAKUNI”). TAKUNI has the major shareholder, Treeweeranuwat family who are directors and shareholders of CAZ, 2.74% (information from the register book closing on January 7, 2022).</p>	
<u>Connected person</u>	<u>TT</u>	<u>CAZ</u>
<u>Mr. Somchai Kanbuakeaw</u> - Shareholding proportion (%) - Authority	<p><i>Director</i> -None- Authorized Director of TT</p>	<p><i>Director / Executive Committee</i> 0.00% Authorized Director of CAZ</p>
<u>Ms. Nita Treeweeranuwat</u> - Shareholding proportion (%) - Authority - Family relationship; she is a daughter of Mr. Prasert Treeweeranuwat and Ms. Kanchana Rimpanichayakij.	<p><i>Director / Managing Director (Acting)</i> 0.00% Authorized Director of TT</p>	<p><i>Director / Executive Committee</i> 1.09% Authorized Director of CAZ</p>



CAZ (Thailand) Public Company Limited



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<p><u>Mr. Prasert Treeweeranuwat</u></p> <ul style="list-style-type: none"> - Shareholding proportion (%) - Authority - Family relationship; he is a husband of Ms. Kanchana Rimpanichayakij and a father of Ms. Nita Treeweeranuwat. <p><u>- Ms. Kanchana Rimpanichayakij</u></p> <ul style="list-style-type: none"> - Shareholding proportion (%) - Authority - Family relationship; she is a wife of Mr. Prasert Treeweeranuwat and a mother of Ms. Nita Treeweeranuwat. 	<p>-No management position-</p> <p>-None-</p> <p>-None-</p> <p>-No management position-</p> <p>-None-</p> <p>-None-</p>	<p>Director / Executive Committee</p> <p>0.92%</p> <p>-None-</p> <p>Director</p> <p>0.00%</p> <p>-None-</p>
<p>Description of Transactions.</p>	<p>CAZ requested financial assistance from TT. The approval for the receiving of financial assistance from TT in 2022 by P/N issuance, which total loan accumulate limit is not exceeding of Baht 200 Million at any particular moment. Including, without collateral and maturity period, however it would not more than 365 days (repayable within 2022). Interest rate 5% per annum, or follow to market interest rate of commercial banks at that particular time. CAZ is going to issue the first P/N on February 2, 2022. Interest calculation for the entire loan period which under loan maximum limit has interest expenses amount of Baht 9.04 Million (calculated with maximum interest rate).</p>	
<p>Purpose of financial assistance.</p>	<p>To be used as the company working capital for construction projects on hand.</p>	
<p>Transaction type, total value of connected transaction, and the criteria of evaluation of the transaction.</p>	<p>CAZ has considered the receiving financial assistance from TT as a connected transaction pursuant to the Announcement of Capitals Commission No. Tor Chor 21/2551 "Criteria of Conducting Related Transactions and Announcement of SET in the topics of the Disclosure of Information and The Operation of Registered Companies in Related Transactions 2546 B.E."</p>	

	<p>The size of interest expense calculation from both related transaction items compared with the company consolidated financial statement for the period ended September 30, 2021 are following:</p> <table border="1" data-bbox="571 457 1484 600"> <tr> <td data-bbox="571 457 1096 506">Net Tangible Assets (NTA)</td> <td data-bbox="1096 457 1484 506">588.01 million baht</td> </tr> <tr> <td data-bbox="571 506 1096 554">0.03% of NTA</td> <td data-bbox="1096 506 1484 554">0.18 million baht</td> </tr> <tr> <td data-bbox="571 554 1096 600">3% of NTA</td> <td data-bbox="1096 554 1484 600">17.64 million baht</td> </tr> </table> <p>This receiving financial assistance total of Baht 200 Million, which total financial costs of Baht 9.04 Million. Moreover, CAZ doesn't have any other connected transaction within last six months. Therefore, this connected transaction is considering to be medium size of connected transaction (1 million baht < 9.04 million baht < 20 million baht), or 1.53% of NTA. Therefore, CAZ has to request the approval of above receiving financial assistance from the Board of Director. Including, disclose the information to SET.</p>	Net Tangible Assets (NTA)	588.01 million baht	0.03% of NTA	0.18 million baht	3% of NTA	17.64 million baht
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Reason and necessity.	<ul style="list-style-type: none"> - CAZ is necessary to obtain financial assistance from TT and use these loan as working capital for operating the construction projects on hand. However, source of the loan repayment to TT, CAZ will be derived from the receiving payment of clients which are the construction projects on hand at that time. - Compare the interest rate for short-term loans from commercial banks that the company has, the interest rate MLR – 0.50% per annum, which current MLR is approximately 5.25 percent per annum. 						
Opinions of the Board of Director concerning a decision to enter into the connected transactions.	<p>The Board of Directors meeting has the resolution to approved this transaction. It is necessary to obtains financial assistance from TT in order to continue its business operations, and in accordance with the Company's plans. Together with, it is flexible to be used as the Company's working capital while waiting for clients' payment for construction projects at that time. The opinion for the interest rate which received from TT is reasonable. Because it is close to the interest rate for short-term loans in the market that CAZ has with financial institutions at present.</p>						
Opinion of the Company's Audit Committee and/or directors which are different from the Board of Directors' opinion.	-None-						



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Your kind attention is requested

Yours sincerely,

(Mr. Chung Sik Hong)
Chief Executive Officer