

NEX 001/2022

9 February 2022

Subject: Notification of Acquisition of Assets and Connected Transaction

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, to the approval of the connected transaction and authorize the Executive Committee to be the authority to operate acquired ordinary shares of EV Now Co., Ltd (EV Now) at a total value of 37,900,000 baht.

1. Date of Transection

9 February 2022

2. Transaction Party and Relationship with the Listed Company

Buyer: Nex Point Public Company Limited or NEX

Seller: EA Mobility Holding Company Limited or EMH holding 75% of EV Now.

Title	Detail
Company name	EV Now Co., Ltd (EV Now)
Establishment date	9 September 2019
Address	89 AIA Capital Center Building, 16th Floor, Ratchadaphisek Road, Din Daeng Subdistrict, Din Daeng District, Bangkok
Business type	is a manufacturer and distributor of electric buses electric trucks and other vehicles All types including public transportation business to buy parts to assembly using the factory and assembly with multi-purpose electric vehicles MINE brand
Paid-up capital	50,000,000 baht
Authorized Director before acquired	1.) Mr. Somphote Ahunai 2.) Mr. Amorn Saptaveekul 3.) Mr. Kittikorn Pinitwongwittaya 4.) Mr. Vasu Klomkliang, whereby two directors jointly sign and seal the company's seal
Authorized Director after-acquired	1.) Mr. Khanist Srivajiraphabha 2.) Miss Inthira Chuaysanit 3.) Mr. Vasu Klomkliang, whereby two directors jointly sign and seal the Company's seal

Relationship

The sellers are related to each other as being a connected company. According to the announcement of the capital market No. TorJor. 2 1 / 2 5 5 1 Regarding rules for making Connected Transactions and Announcement of the Stock Exchange of Thailand Re: Disclosure of Information and Practices of Listed Companies Concerning Connected Transactions B.E.2546 by EMH holding 40.01% shares in NEX and holding shares in EV Now in the proportion of 75%

3. Description of Transaction

It is the purchase of 3,749,497 ordinary shares of EV Now Company Limited from EMH, from Mr. Kittikorn Pinitwongwittaya 1,250,500 shares, from Mr. Somphote Ahunai, Mr. Amorn Saphthaveekul, and Mr. Wuthilert Jeaninkulchai, 1 share each, for 7.58 baht per share (par 10 baht), or 100%.

List of shareholders of EV Now

No	List of shareholders before acquired	Holding	List of shareholders after-acquired	Holding
1	EA Mobility Holding Co., Ltd	3,749,497	Nex Point Public Company Limited	4,999,998
2	Mr. Kittikorn Pinitwongwittaya	1,250,500		
3	Mr. Somphote Ahunai	1		
4	Mr. Amorn Saptaveekul	1	Mr. Khanist Srivajiraphabha	1
5	Mr.Wuthilert Jeaninkulchai	1	Miss.Inthira Chuaysanit	1
	Total	5,000,000		5,000,000

4. Transactions Size

The Company bought EV Now shares from EMH, which is a major shareholder of the Company (40%), which is considered a connected transaction according to the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Connected parties and the announcement of the Board of Governors of the Stock Exchange of Thailand Types of transactions related to assets or services The ratio to tangible assets is 1.27%, which is not more than 3%, including investment in the company is considered an acquisition or disposition of assets with a criterion for the total value of consideration equal to 0.81% of total assets according to The Company's consolidated financial statements as at 30 September 2021 are considered medium-sized items. which is lower than 15%. However, the Company has a transaction of acquisition or disposition of assets of the Company in the past 6 months of 1.27%, which is lower than 15%, which is a transaction that must be approved by the Board of Directors and disclose information to the Stock Exchange of Thailand.

Calculation Criteria,	Calculation	Representation,	Transaction Size
1) Net Tangible Asset value (NTA)	$\frac{\text{NTA of Asset x shareholding}}{\text{NTA of Company}}$	$\frac{28,421}{2,235,758}$	1.2712%
2) Net profit from operations	$\frac{\text{Net profit of investments in the company x shareholding}}{\text{Company net profit}}$	<i>cannot calculate because the company have a loss</i>	
3) Total value of consideration	$\frac{\text{The value paid or received}}{\text{Total Assets of the Company}}$	$\frac{28,421}{3,494,373}$	0.8133%
4) Value of shares issued by the company to settle assets	$\frac{\text{Number of securities held by the Company issued to settle assets}}{\text{Number of issued and paid-up shares of the Company}}$	<i>Except do not calculate</i>	

5. Expected Benefits

The Company received assets that are electric trains to sell to the Company's customers during the time that the main product is in production from the AAB factory.

6. The source of funds

The Company uses the money received from the capital increase, which is intended to be the Company's working capital Company.

7. Directors with stakeholders and/or Directors who are connected persons

Directors having a conflict of interest as follows: 1. Mr. Somphote Ahunai 2. Mr. Amorn Saphthaweekul 3. Mr. Wasu Klomkliang did not attend the meeting and did not vote on the agreement to enter into the above-connected transaction in this agenda.

8. Opinion of the Board of Directors related to the transaction

The Board of Directors (excluding directors who are connected) has carefully considered this transaction and thinks that entering into such transaction is appropriate and beneficial to the Company and shareholders of the Company this is restructuring and grouping of investments to strengthen the group of companies.

9. Opinion of the Audit Committee

The Audit Committee has considered the reasonableness of the transaction and has no objection.

Please be informed accordingly.

Yours sincerely,

(Mr.Khanist Srivajiraprabha)

Chief Executive Officer