

No. CC20220504ELE

May 12, 2022

Subject Report of the Resolutions of Board of Directors' Meeting No.3/2022

To President
The Stock Exchange of Thailand

The Board of Directors' meeting of Cal-Comp Electronics (Thailand) Public Company Limited (the "Company") No. 3/2022 was held on May 12, 2022 the following resolutions were passed:

1. The Board of Directors approved the liquidation of the Company's 100% owned subsidiaries Cal-Comp Electronics and Communication (Suzhou) Co., Ltd. ("CCCS") and Cal-Comp Technology (Suzhou) Co., Ltd ("CCTS") in consider to streamline the group organization and be more cost effective since both CCCS and CCTS are no longer in operation due to the restructuring of the Company group's operation. Upon the dissolution, CCCS and CCTS shall distribute the remaining assets at around RMB 31M and 155M back to the Company respectively. The transactions shall have no impact to the Company's profit and loss statement and the expected completion date shall be Q1/2023.

The aforementioned transaction is in accordance to Notification of the Capital market Supervisory Board No. TorChor 20/2551 " Rules on Entering onto Material Transactions Deemed as Acquisition or Disposal of Assets" which came into force as of August 31, 2008 and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclose of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposal of Assets B.E. 2547 (2004). After taking into account of the size of the transaction as of March 31, 2022, the maximum possible size of transaction for CCCS and CCTS is equal to 0.18% and 0.94% under Total Value of the Consideration (maximum value criteria). The transactions are categorized as small size transactions, therefore the company is not required to prepare the disclosure report.

The Board also approved and authorized the Chairman or a designee by the Chairman to final the details of liquidation process and necessary actions as aforementioned.

2. The Board of Directors had approved the liquidation plan for the Company's associated company New Era AI Inc. with the following actions in seeking to streamline the group organization and to improve overall efficiency of the company group with the following details;

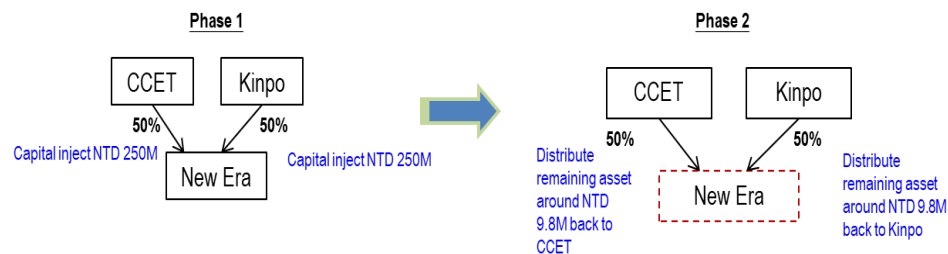
Phase 1: Resolved for the Company and Kinpo Electronics Inc. ("Kinpo") to jointly inject capital of NTD 250M each to New Era AI Robotic Inc. ("New Era") in order to have sufficient found to clear all of its bank loans and payables.

Associated company	New Era AI Robotic, Inc. ("New Era")
Proposed Capital Increment	The Company to capital inject not exceed NTD 250M to New Era which in accordance to its shareholding in New Era
Shareholding after capital increment*	CCET and Kinpo each hold 50% shareholding of New Era respectively

Purpose of Capital Injection	Pay off the bank loans and paybles
Criteria of transaction size under consideration of acquisition of asset	Based on CCET's Q1FY2022 financial statement, the transaction size est. at 0.32% under the criteria of total value consideration
Est. completion date	Q3/2022

* The Company and Kinpo will both inject same amount of capital to New Era which in accordance with its shareholding in New Era. Upon capital increment, the Company's and Kinpo's shareholding in New Era shall remain no change.

Phase 2: Resolved the liquidation of New Era and returned the remained assets to the Company at around NTD 9.8M. The transaction shall not impact the profit and loss of the Company's financial statement and the expected completion date shall be by Q1/2023.



The aforementioned transaction is in accordance to Notification of the Capital market Supervisory Board No. TorChor 20/2551 " Rules on Entering onto Material Transactions Deemed as Acquisition or Disposal of Assets" which came into force as of August 31, 2008 and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclose of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposal of Assets B.E. 2547 (2004). After taking into account of the size of the transaction as of March 31, 2022, the maximum possible size of transaction is equal to 0.32% for Phase 1 and 0.013% for Phase 2 under Total Value of the Consideration (maximum value criteria) respectively. The transactions are categorized as small size transactions, therefore the company is not required to prepare the disclosure report.

The Board also approved and authorized the Chairman or a designee by the Chairman to final the details of the liquidation process and relevant documentation.

3. The Board of Directors had approved the related transactions as following detail;

3.1 Acquisition on fixed asset

1st transaction

Partners of Contract	Seller: Cal-Comp Technology (Philippines), Inc. ("CCPH") Buyer: Cal-Comp Electronics (Thailand) PCL. ("CCET")
Type of fixed asset	3 sets of SMT and test lines Average 5 years of lifetime and 1.42 of used year
Transaction date	Mar 2022

Transaction amount	USD 333,899 or approximately Baht 10,927,312.23
Pricing policy	At Book value (transaction amount) and near market value
Payment term	By cash with 90 days of credit term
The reason	CCET has purchase machine and equipment in order to support the operation.

2nd transaction

Partners of Contract	Seller: NKG Advanced Intelligence & Technology Development (Yueyang) Co.,Ltd. ("CCNY") Buyer: XYZ printing, Inc. ("XYZprinting")
Type of fixed asset	3 sets of customized Automated Guided Vehicle ("AGV") Average 10 years of lifetime and 0.25 of used year
Transaction date	Feb 2022
Transaction amount	USD 69,037 or approximately Baht 2,259,332.48
Pricing policy	At Book value (transaction amount) and near market value
Payment term	By cash with 30 days of credit term
The reason	CCNY has purchased customized AGV from XYZprinting in order to support the production line.

The total transaction size of acquisition on fixed assets is USD 402,936 (Approximately Baht 13,186,644.71) which is accounted to 0.015% under the total value of consideration criteria (maximum transaction value criteria). The transaction is categorized as small transaction, and is not required to be disclosed according to the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies concerning the Acquisition and Disposal of Assets B.E. 2547 (2004).

Total size of disposal and acquisition on fixed asset for related party transaction criteria

Included 2 transactions of the Company and/or its subsidiary with Kinpo International Ltd. and/or its subsidiaries, the total transaction size is USD 402,936 (Approximately Baht 13,186,644.71), which are accounted to 0.076% of NTA as March 31, 2022.

Total size of related party transactions during the past six-month periods

Overall, total size of related party transactions between the Company and/or its subsidiaries with Kinpo Electronics Inc. and/or its subsidiaries are at USD 3,328,671 (Approximately Baht 114,179,858.60) which is accounted to 0.65% of NTA during the past six-month periods.

Note: Exchange Rate
USD/Baht = 32.7264

Details of related person of the Company and/or its subsidiary with Kinpo Electronics Inc and/or its subsidiary

-Name of related person: Cal-Comp Techonology (Philippines) Inc. ("CCPH")
-Relationship: CCPH is subsidiary of Kinpo Electronics Inc.
Kinpo Electronics Inc. holds 46.99% in the Company and holds 80.81% in Cal-Comp Technology (Philippines) Inc. through Kinpo International (Singapore) Pte. Ltd., and has nominated 4 people to be directors in the Company: Mr. Hsu, Sheng-Hsiung, Mr. Hsu, Sheng-Chieh, Mr. Hsu, Chieh-Li, and Mr. Chen, Wei-Chang

-Name of related person: XYZprnting Inc. ("XYZprinting")
-XYZprinting Inc.-Relationship: XYZprinting is a jointly invested subsidiary of Kinpo Electronics, Inc. which holds 46.99% in the Company and holds 46.4% in XYZprinting, and has nominated 4 people to be directors in the Company: Mr. Hsu, Sheng-Hsiung, Mr. Hsu, Sheng-Chieh, Mr. Hsu, Chieh-Li, and Mr. Chen, Wei-Chang

The directors who have conflict of interest did not join and vote for this agenda.

Opinion of the Board of director and Audit Committee

The connected transactions of the Company are reasonable in the normal course of business due to all transactions are taking to supporting the business operation and also the terms and conditions are satisfied.

Please be informed accordingly.

Sincerely yours,

Mr. Khongsit Choukitcharoen
Managing Director