

บริษัท อุบล ไบโอ เอทานอล จำกัด (มหาชน) UBON BIO ETHANOL PUBLIC COMPANY LIMITED

[Translation]

UBE.LOS. 011-2565

July 1, 2022

Subject: Acquisition of Ordinary Shares in Ubon Saeng Arthid Company Limited

To: The President of The Stock Exchange of Thailand

Ubon Bio Ethanol Public Company Limited (the "Company" or "UBE") would like to inform that today (July 1, 2022), Ubon Bio Agricultural Company Limited ("UBA" or its "subsidiary") has acquired ordinary shares of Ubon Saeng Arthid Company Limited ("USA"). This transaction is considered as an acquisition and disposition of assets transaction according to the Notification of the Capital Market Supervisory Commission No. Tor Chor 20/2551 Re: the Acquisition and Disposition of Assets and the Notification of the Stock Exchange of Thailand Re: Disclosure of Information concerning the Acquisition and Disposition of Assets of Listed Companies B.E. 2547 (2004), details as follows:

# 1. <u>Date of Transaction</u>

July 1, 2022

## 2. The Party Involved and Relationship with the Company

Seller: Baywa r.e. Solar Pte., Ltd.

Buyer: Ubon Bio Agricultural Company Limited ("UBA")

There is no conflict of interests between both parties.

## 3. The General Characteristics of the Transaction

UBA purchased 814,498 ordinary shares, equivalent to 99.99 percent of all USA's total issued and sold shares, from Baywa r.e. Solar Pte., Ltd., at total amount of Baht 82.41 million. As a result, USA will be the Company's subsidiary, of which its shares are 99.99 percent held by the Company.

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สาขา : สำนักงานใหญ่

The Company's shareholding structure in USA before and after the transaction is as follows:

	Hold shares before		Hold shares after	
Shareholders	transaction		transaction	
	No. of shares	(%)	No. of shares	(%)
Baywa r.e. Solar Pte., Ltd.	814,497	99.9996	0	0.00
Ms. Rassamee Saiwaew	2	0.0002	0	0.00
Mr. Papong Pramoj Na Ayutthaya	1	0.0001	0	0.00
Ubon Bio Agricultural Company Limited	0	0.00	814,498	99.9997
Ms. Sureeyot Khowsurat	0	0.00	1	0.0001
Mr. Chun Phokaisawan	0	0.00	1	0.0001
Total	814,500	100	814,500	100

## Details of Ubon Saeng Arthid Company Limited ("USA")

Type of Business: Electricity's producer (Floating Solar) and sell to the UBE's group

Registered capital: Baht 81,450,000 divided to 814,500 shares, at par value of 100 Bath each

# 4. Total value and criteria used in determining a transaction's total value

Total value of acquired shares: Baht 82.41 million

Pricing criteria: Asset-Base approach

Term of payment: All by cash

#### 5. Sources of fund

Loan

#### 6. Transaction size

The calculation of transaction based on the total value of acquisition of asset, according to the reviewed financial statement ended March 31, 2022, the transaction size is 1.01 percent of the Company's total asset, by reference to the Company's consolidated financial ended March 31, 2022, reviewed from the Company's auditor. Furthermore, during period of the past six months, the Company has no any acquisition of asset transactions. Therefore, the transaction is not considered as the acquisition of assets according to the disclosure of information and is not required to comply with rules and regulations under the Notification of the Capital Market Supervisory Commission No. Tor Chor 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets and the Notification of the Stock Exchange of Thailand Re: Disclosure of Information concerning the Acquisition and Disposition of Assets of Listed Companies B.E. 2547.

## 7. Connected persons and conflicts of interest

-None-

## 8. Opinion of the Management regarding the transaction

The Management deems it appropriate for the Company to acquire all shares in USA in order to support the electricity (Floating Solar) to support the production in the group company. USA already has Commercial Operation Date (COD). The Management also considered all relating information and resolved that the connected transaction is appropriate with a reasonable price and it will utmost in overall to the Company.

# 9. Opinion of the Audit Committee and / or director of the Company which is difference to the Board of Directors' opinion

-None-

Please be informed accordingly,

Sincerely yours,

Ubon Bio Ethanol Public Company Limited

-Signed
(Ms. Sureeyot Khowsurat)

Managing Director