

No. GUNKUL_LT-OUT_65-065

10th August 2022

Subject: Notification of the Establishment of [Subsidiaries \(1st amendment\)](#)
To: Managing Director of the Stock Exchange of Thailand

According to the resolution of the Board of Directors' meeting of Gunkul Engineering Public Company Limited ("the Company" or "GUNKUL") No. 8/2565 (2022), dated 10th August 2022, has resolved to approve

1. G.K. Hemp Group Company Limited ("GKHG"), a subsidiary of GUNKUL, to establish a subsidiary with the objective of conducting hemp and cannabis business in the downstream segment with registered capital of 1,000,000.00 baht, which the Company holding 100% stake
2. [Gunkul Engineering Public Company Limited established a subsidiary with the objective of investing and developing renewable energy projects with registered capital of 1,000,000.00 baht, which the Company holding 100% stake](#)

[Both of these items](#) are considered asset acquisition transactions. For the calculation of the transaction size according to the rules of the Notification of the Stock Exchange of Thailand in accordance with the calculation method on information disclosure and operations of listed companies in the acquisition or disposal of assets, B.E. 2547, [the transaction size of the first transaction is equal to 0.002 % and the transaction size of the second transaction is equal to 0.002 %](#) of the total assets of the Company, according to the latest consolidated financial statements periods ending on 30th June 2022, which has been reviewed by the auditor. This transaction is classified according to the method of calculating the transaction size by using the total value of the consideration paid compared to the total assets of the listed company. In this regard, when calculating the sum of consideration paid in the 6-month period (including the above items), the total value will be equal to [0.006 %](#) which not over than 15 %.

In this regard, the said transaction size does not consider as a connected transaction according to the Notification of the Capital Market Supervisory Board No. TorJor. 21/2008 Re: Criteria for Connected Transactions of Listed Companies, and when calculating the size of the asset acquisition transaction does not reach the criteria required to be carried out in accordance with the Notification of the Capital Market Supervisory Board No. TorJor. 20/2008 Re: The Criteria for Entering into Material Transactions Deemed as Acquisition or Disposal of Assets (including the amended version). However, the said transaction is the acquisition of a subsidiary; therefore, the Company as a listed company must disclose this information to the Stock Exchange of Thailand according to the regulations of the Stock Exchange of Thailand Re: Criteria, Conditions and Methods for Disclosure of Information and Other Acts of Listed Companies B.E. 2560.

Please be informed accordingly

Sincerely Yours,

(Mr. Somboon Aueatchasai, Ph.D.)
Chief Executive Officer

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