

Ref. No. STPI.ADD. 001/2023

11<sup>th</sup> January 2023

Subject: Asset Acquisition of the Company

To: Directors and Manager of the Stock Exchange of Thailand

Pursuant to the Board of Directors' Meeting of STP&I Public Company Limited (the "**Company**") No. 1/2023, held on January 11<sup>th</sup>, 2023, it is resolved that the Company invests in the 600-megawatt Monsoon Wind Power Project of Monsoon Wind Power Company Limited ("**MWPCL**"), located in the Lao People's Democratic Republic, which renders businesses in the generation and sale of electricity under the Power Purchase Agreement to Vietnam Electricity, Vietnam.

The Company would like to report the resolutions of the said Board of Directors Meeting, with the details in brief as follows:

## 1. Related Parties and Relationship with the Company

**Purchaser:** STP&I Public Company Limited and/or its subsidiaries ("**STP&I Group**")

**Seller:** Earth Power Investment Limited, British Virgin Islands (which has no relationship related to the Company and its subsidiaries)

## 2. General Characteristics of Transaction

The Company and/or its subsidiaries ("**STP&I Group**") will purchase ordinary shares in Impact Monsoon Holdings Limited ("**IMH**"), the juristic entity registered under the Hong Kong Special Administrative Region of the People's Republic of China (which is an indirect shareholder of **MWPCL**), from Earth Power Investment Ltd., an existing shareholder of **IMH**, equivalent to 49 percent of the total registered and paid-up ordinary shares of **IMH**, including the right to newly issue ordinary shares in **IMH**, with the total investment of 44.20 million U.S. Dollars or equivalent to 1,531.18 million Baht (source: the exchange rate of 34.642 Baht to one U.S. Dollar, the Bank of Thailand, as of December 27<sup>th</sup>, 2022). After acquiring the **IMH**'s shares, the Company will be the ultimate shareholder in the proportion of 15.87 percent of the **MWPCL**'s paid-up capital.

The purpose of this investment is to increase the opportunity to generate passive income and profits for the group of the Company.

### STP&I PUBLIC COMPANY LIMITED

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The Managing Director is authorized and empowered to negotiate, enter into, and execute the related share purchase agreement and any other related agreements and documents, including any required actions for the completion of the above transaction, for and on behalf of the Company.

Hence, entering into the aforementioned transaction shall be considered the acquisition of an asset in the category of investing in ordinary shares, pursuant to the Notification of the Capital Market Supervisory Board No.Tor Chor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets, and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies for the Acquisition and Disposition of Assets, B.E. 2547 (2004), including its amendments (collectively referred to as the "**Notifications of Acquisition and Disposition**"). The size of the abovementioned transaction is equivalent to **13.41 percent**, calculated based on the total value of consideration, which is the highest transaction value, and the size of the transaction compared to the total assets in accordance with Company's consolidated financial statements ending as of September 30, 2023, as well as the fact that the Company has made no asset acquisition transactions during the past six months. As a result, the total value of transactions is less than 15%. The Company, thus, has no obligation to prepare a report and disclose information to the Stock Exchange of Thailand according to the aforesaid criteria.

The Company would like to further report that prior to the occurrence of the aforementioned transaction, the transferor and the shareholders of the transferor had no relationship as shareholders, nor were they directors or executives, nor were they related persons of the Company. As a result, there is no transaction involving related parties. As such, this transaction is not a related party transaction, according to the Capital Market Supervisory Board TorChor 21/2551, re: Connected Transactions Rules and Notification of the Board of Governors of the Stock Exchange of Thailand re: Disclosure of Information and Other Acts of Listed Companies for Connected Transactions B.E. 2546 (2003), including amendments.

Please be informed accordingly.

Best regards,



(Mr. Masthawin Charnvirakul)  
Managing Director

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