

-Translation-

22 February 2023

Subject : Disclosure of connected transaction

Attention : President

The Stock Exchange of Thailand

Vanachai Group Public Company Limited "VNG" and subsidiaries hereby agreed to disclose the related transactions relating to regular business practice and supporting to regular business practice of related companies as following:

**1. The date on which the transaction occurred:**

Year 2023

**2. The parties involved:**

|                        | <u>Name</u>                              | <u>Relationship with the company</u> |
|------------------------|--|--------------------------------------|
| Purchaser and Seller : | Vanachai Group Plc. and its subsidiaries | -                                    |
| Purchaser and Seller : | Related companies                        | } Same group of major shareholders   |
|                        | - Vanachai Veneer and Plywood Co., Ltd.  |                                      |
|                        | - Woodland Co., Ltd.                     |                                      |
|                        | - Maeyai Co., Ltd.                       |                                      |

**3. The general characteristics of the transaction:**

The Company and its subsidiaries made transactions in regular business practice and supported regular business practice of related companies in which has not followed the general terms and conditions. The company and its subsidiaries need to purchase scrap of rubber wood, core scrap of rubber wood, eucalyptus wood for finished goods production and the company sells materials such as rubber wood to related companies to product finished goods. However, the managements applied the similar criteria to make the mutual agreement with third parties by considering the fair price and the highest benefits to the Company and subsidiaries.

**4. The total value of the consideration:**

4.1 The total value of transaction.

Approximately 3 million baht in Year 2023

4.2 Payment term

According to general trade terms and conditions

## 5. Transaction Volume

5.1 The above transactions are considered as related transactions in regular business practice and supported regular business practice of related companies in which has not followed the general terms and conditions of trading criteria. Determined by the managements, the similar criteria has been applied to make the mutual agreement with third parties by considering the fair price and the highest benefits to the Company and subsidiaries. The volume of transactions are considered as medium-volume transaction indicating value of more than 0.03% but less than 3% of book value of Net Tangible Asset or NTA (Consolidated Financial Statements as at 31 December 2022). As a result, the Company herein disclosed relevant details to The Stock Exchange of Thailand.

5.2 The details of the transactions that the company and subsidiary companies made with the connected persons the past 6 months are as follow:

### 5.2.1 Normal business transaction is not in accordance with market terms and conditions

| Transaction   | Release Date | Value (Baht) | Transaction Size% VS NTA financial statements for the period |
|---|--------------|--------------|--|
| VNG and subsidiaries trade among related companies. | 22 Feb. 2023 | 3,000,000    | 0.044% as at 31 Dec. 2022                                    |
| Total   |              | 3,000,000    | 0.044%   |

### 5.2.2 The transaction in property leasing for not more than 3 years.

| Transaction   | Release Date | Value (Baht) | Transaction Size% VS NTA financial statements for the period |
|---|--------------|--------------|--|
| Vanachai Woodsmith leases the office and warehouse from Firstwood Co., Ltd. (1 September 2022 - 31 August 2023) | 26 Aug. 2022 | 8,724,000    | 0.125% as at 30 Jun. 2022                                    |
| Total   |              | 8,724,000    | 0.125%   |

6. The detail of connected persons and related persons:

Vanachai Group Public Company Limited (as at 21 February 2023)

| List of names     |                   | Position          | Number of shares | %     |
|-------------------|-------------------|-------------------|------------------|-------|
| 1. Mr. Sompop     | Sahawat           | Chairman          | -                | -     |
| 2. Ms. Yupaporn   | Boongate          | Vice - Chairman   | 36,000,000       | 2.075 |
| 3. Mr. Vasun      | Jaroenavarat      | -                 | 35,999,999       | 2.075 |
| 4. Mr. Wanthana   | Jaroennawarat     | Managing Director | 35,999,999       | 2.075 |
| 5. Mr. Suthep     | Chaipattanavanich | Director          | -                | -     |
| 6. Mrs. Siriporn  | Chaipattanavanich | -                 | 36,000,000       | 2.075 |
| 7. Mr. Patta      | Sahawat           | Director          | 36,000,000       | 2.075 |
| 8. Ms. Phattra    | Sahawat           | Director          | 36,000,000       | 2.075 |
| 9. Mr. Somprasong | Sahavat           | Director          | 36,000,000       | 2.075 |
| 10. Ms. Somjairak | Sahavat           | -                 | 36,000,000       | 2.075 |
| 11. Mr. Sittiwat  | Sahawat           | Director          | 36,000,000       | 2.075 |
| 12. Ms. Nipapat   | Sahawat           | -                 | 36,000,000       | 2.075 |

Vanachai Intertrading Group Company Limited (as at 21 February 2023)

| List of names     |                   | Position | Number of shares | %  |
|-------------------|-------------------|----------|------------------|----|
| 1. Ms. Yupaporn   | Boongate          | -        | 1,150,000        | 10 |
| 2. Mr. Vasun      | Jaroenavarat      | Director | 1,150,000        | 10 |
| 3. Mr. Wanthana   | Jaroennawarat     | -        | 1,150,000        | 10 |
| 4. Mrs. Siriporn  | Chaipattanavanich | Director | 1,150,000        | 10 |
| 5. Mr. Patta      | Sahawat           | -        | 1,150,000        | 10 |
| 6. Ms. Phattra    | Sahawat           | -        | 1,150,000        | 10 |
| 7. Mr. Somprasong | Sahavat           | -        | 1,150,000        | 10 |
| 8. Ms. Somjairak  | Sahavat           | Director | 1,150,000        | 10 |
| 9. Mr. Sittiwat   | Sahawat           | -        | 1,150,000        | 10 |
| 10. Ms. Nipapat   | Sahawat           | Director | 1,150,000        | 10 |

The Vanachai Group of Companies Company Limited (as at 21 February 2023)

| <u>List of names</u> |                   | <u>Position</u> | <u>Number of shares</u> | <u>%</u> |
|----------------------|-------------------|-----------------|-------------------------|----------|
| 1. Ms. Yupaporn      | Boongate          | -               | 510,000                 | 10       |
| 2. Mr. Vasun         | Jaroenavarat      | Director        | 510,000                 | 10       |
| 3. Mr. Wanthana      | Jaroennawarat     | -               | 510,000                 | 10       |
| 4. Mrs. Siriporn     | Chaipattanavanich | Director        | 510,000                 | 10       |
| 5. Mr. Patta         | Sahawat           | -               | 510,000                 | 10       |
| 6. Ms. Phattra       | Sahawat           | -               | 510,000                 | 10       |
| 7. Mr. Somprasong    | Sahavat           | -               | 510,000                 | 10       |
| 8. Ms. Somjairak     | Sahavat           | Director        | 510,000                 | 10       |
| 9. Mr. Sittiwat      | Sahawat           | -               | 510,000                 | 10       |
| 10. Ms. Nipapat      | Sahawat           | Director        | 510,000                 | 10       |

Vanachai Veneer and Plywood Company Limited (as at 21 February 2023)

| <u>List of names</u>                                |                   | <u>Position</u> | <u>Number of shares</u> | <u>%</u> |
|---|-------------------|-----------------|-------------------------|----------|
| 1. Mr. Sompop                                       | Sahawat           | -               | 1                       | -        |
| 2. Ms. Yupaporn                                     | Boongate          | -               | 1                       | -        |
| 3. Mr. Vasun  | Jaroenavarat      | Director        | 1                       | -        |
| 4. Mr. Wanthana                                     | Jaroennawarat     | -               | 1                       | -        |
| 5. Mrs. Siriporn                                    | Chaipattanavanich | Director        | 1                       | -        |
| 6. Ms. Phattra                                      | Sahawat           | -               | 1                       | -        |
| 7. Mr. Somprasong                                   | Sahavat           | -               | 1                       | -        |
| 8. Ms. Somjairak                                    | Sahavat           | Director        | -                       | -        |
| 9. Ms. Nipapat                                      | Sahawat           | Director        | -                       | -        |
| 10. Vanachai Intertrading Group Company Limited     |                   |                 | 199,993                 | 90.91    |
| 11. The Vanachai Group of Companies Company Limited |                   |                 | 20,000                  | 9.09     |

Woodland Company Limited (as at 21 February 2023)

| <u>List of names</u>                            |                   | <u>Position</u> | <u>Number of shares</u> | <u>%</u> |
|---|-------------------|-----------------|-------------------------|----------|
| 1. Mr. Sompop                                   | Sahawat           | -               | 2                       | -        |
| 2. Ms. Yupaporn                                 | Boongate          | -               | 2                       | -        |
| 3. Mr. Vasun                                    | Jaroenavarat      | Director        | 2                       | -        |
| 4. Mr. Wanthana                                 | Jaroennawarat     | -               | 2                       | -        |
| 5. Mrs. Siriporn                                | Chaipattanavanich | Director        | 2                       | -        |
| 6. Ms. Phattra                                  | Sahawat           | -               | 2                       | -        |
| 7. Mr. Somprasong                               | Sahavat           | -               | 2                       | -        |
| 8. Ms. Somjairak                                | Sahavat           | Director        | -                       | -        |
| 9. Ms. Nipapat                                  | Sahawat           | Director        | -                       | -        |
| 10. Vanachai Intertrading Group Company Limited |                   |                 | 1,499,986               | 99.99    |

Maeyai Company Limited (as at 21 February 2023)

| <u>List of names</u>                                |                   | <u>Position</u> | <u>Number of shares</u> | <u>%</u> |
|---|-------------------|-----------------|-------------------------|----------|
| 1. Mr. Sompop                                       | Sahawat           | -               | 1                       | -        |
| 2. Ms. Yupaporn                                     | Boongate          | -               | 1                       | -        |
| 3. Mr. Vasun  | Jaroenavarat      | Director        | 1                       | -        |
| 4. Mr. Wanthana                                     | Jaroennawarat     | -               | 1                       | -        |
| 5. Mrs. Siriporn                                    | Chaipattanavanich | Director        | -                       | -        |
| 6. Ms. Phattra                                      | Sahawat           | -               | 1                       | -        |
| 7. Mr. Somprasong                                   | Sahavat           | -               | 1                       | -        |
| 8. Ms. Somjairak                                    | Sahavat           | Director        | -                       | -        |
| 9. Ms. Nipapat                                      | Sahawat           | Director        | -                       | -        |
| 10. Vanachai Intertrading Group Company Limited     |                   |                 | 169,993                 | 80.95    |
| 11. The Vanachai Group of Companies Company Limited |                   |                 | 40,000                  | 19.05    |

7. **Comments from committee and audit committee** (VNG committee who has interest in the above transaction on item No. 6 did not attend the meeting to vote).

According to the comments, this transactions are proper as the company and its subsidiaries need to purchase scrap of rubber wood, core scrap of rubber wood, eucalyptus wood for finished goods production and the company sells materials such as rubber wood to related companies to product finished goods. Such transaction is justifiable and for the best benefit of the company.

Please be acknowledged for your information

Yours Sincerely

(Mr.Wanthana Jaroennawarat)

Director