



No. MT11-19/2023

24 February 2023

Subject Report on Connected Transaction (Renting property not over than 3 years)

To Director and Manager  
The Stock Exchange of Thailand

Mena Transport Public Company Limited (“MENA”) would like to disclose the resolutions of the Board of Directors Meeting No.3/2023 (“Meeting”), held on 24 February 2023, under the endorsement of the Company’s Audit Committee’s meeting No.2/2023, held on 24 February 2023, where the Meeting has passed the key resolution, to approve to enter into connected transaction regarding renting property not over than 3 years with MEE Capital Company Limited (“MCAP”) to be office space with the details as follows;

**1. Date of Transaction**

Within 28 Feb 2023

**2. Transaction Parties**

**Tenant** : MENA  
**Lessor** : MCAP  
**Relationship with MENA** : MENA and MCAP have same Directors who are related persons as follows;

**Mr. Nathaphon Kajonwuttidet**

A Director and major shareholder (25.75%) of MENA and a Director and major shareholder (26.67%) of MCAP and a cousin of Directors of MENA (Mrs. Suwanna Kajonwuttidet (26.69%), Miss Pichawarin Kajonwuttidetpat, Miss Patchareerat Kajonwuttidetpat and Miss Chayanin Kajonwuttidetpat.

**Mrs. Suwanna Kajonwuttidet**

A Chairman of Executive Committee, Chief Executive Officer and Director and major shareholder (26.69%) of MENA and a cousin of Directors of MCAP (Mr. Nathaphon Kajonwuttidet)

**Miss Pichawarin Kajonwuttidetpat**

A Director of MENA and a cousin of Director of MCAP (Mr. Nathaphon Kajonwuttidet)

**Miss Patchareerat Kajonwuttidetpat**

A Director and a management of MENA and a cousin of Directors of MCAP (Mr. Nathaphon Kajonwuttidet and Mr.Pattanachoke Kunapongkiti)

**Miss Chayanin Kajonwuttidetpat**

A Director of MENA and a cousin of Director of MCAP (Mr. Nathaphon Kajonwuttidet)

**3. General Information of Transactions**

MENA agreed to rent a partial office space, details are as follows;

Detail of rental	: Lease a partial office space on the building located at No.455/12-14, Rama 6 Road, Rachatewi, Bangkok
Term	: 3 years; from 1 March 2023 to 28 February 2026
Rental fee	: 30,000 Baht per month
Term of payment	: Before or on the 5 <sup>th</sup> of each month

**4. Total Value of the Remuneration and Transaction Size**

Total value of the remuneration for the whole rental period is 1.08 million Baht. Comparing to the criteria for measurement of total value of the transaction, found that the Net Asset Value (NTA) criteria, which calculated by 0.03% (0.26 million Baht) and 3% of NTA (25.6 million Baht) according to the MENA's financial statement for the year ended 31 December 2022. Conclude that the transaction is medium size because the amount is more than 1 million Baht but less than 25.6 million Baht. The transaction type is renting property not over than 3 years which require management approval and disclosure to the Stock Exchange of Thailand.

**5. Reasons and Necessities of Execution of the Transaction**

MENA received right of use of the building from the previous tenant who rent the building as office space to both MENA and MCAP. This was resulted the office rental agreement of MCAP was terminated. Therefore, MCAP has to enter into office rental agreement with MENA to be their office space.

**6. Names of the Conflicted Directors which Does Not Attend the Meeting and Not Casting Votes**

MENA's director consists of Mr. Nathaphon Kajonwuttidet, Mrs. Suwanna Kajonwuttidet, Miss Pichawarin Kajonwuttidetpat, Miss Patchareerat Kajonwuttidetpat and Miss Chayanin Kajonwuttidetpat are considered as interested and/or connected director; therefore, in order to ensure the transparency of voting procedures and to facilitate the independent judgment of other directors, those mentioned director abstained from voting in this matter and temporarily left the meeting during voting session.



**7. Opinion of the Board of Directors Regarding the Transaction**

MENA's Board of Directors have considered the information on the connected transaction and has the opinion that the transaction is appropriate and benefit to MENA. The rental fee is appropriate comparing to the necessity and market rate.

**8. Opinion of Audit Committee / or Director that Differ from the Opinion of Board of Directors according to No.7**

The Audit Committee have the same opinion with the Board of Directors and there is no director who has different opinion from the Board of Directors.

Please be informed accordingly.

Best regards,

(Mrs. Suwanna Kajonwuttidet)

Chief Executive Officer

Company Secretary Department

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