

NEX-CS 004 /2023

24 February 2023

Subject: Notification of Connected Transaction (Financial assistance provided to an associate company)

To: President  
The Stock Exchange of Thailand

Nex Point Public Company Limited. (“the Company”) would like to notify the resolutions of the Board of Directors' Meeting No. 1/2023 held on 24 February 2023, which has been considered and approved as follows;

1. Approved a credit guarantee of Absolute Assembly Co., Ltd (AAB) for baht 337.50 million (in proportion to its shareholding of 45 percent)
2. Approved a credit guarantee of Absolute Assembly Co., Ltd (AAB) for baht 225 million (in proportion to its shareholding of 45 percent)

However, This is considered financial assistance transactions is considered a related transaction connected because it is a transaction with a juristic person that is an associated company with major shareholders and common directors with the Company when calculating the size of the list The transaction size is more than 3 % of the net tangible assets (NTA) of the Company based on the Company's audited consolidated audited financial statements. which has been audited by the Certified Public Accountant. Therefore, the Company is obliged to seek approval from the shareholders' meeting of the Company. But such assistance according to the proportion that the company having interests in that juristic person, the Company is therefore exempted from having to seek approval from the shareholders' meeting on such matters. but must request approval for entering into the transaction from the Board of Directors' meeting and disclose the said transaction to the Stock Exchange of Thailand (“SET”) according to the Notification of Connected Transactions The details of entering into the transaction appear as follows. details below

**Details Item:**

- 1.Approved the loan of Absolute Assembly Co., Ltd (AAB) for baht 337.50 million. (in proportion to its shareholding of 45%)

- 1.) **Date of Transection** Within the Q 1 of 2023
- 2.) **Transaction Party and Relationship with the Listed Company:**
  - Financial support:** Nex Point Public Company Limited (“NEX”)  
Holding 45% of all AAB's shares
  - Financial receiver:** An associate company namely, Absolute Assembly Co., Ltd (AAB)
  - Establishment date:** : 1 May 2020
  - Registration number** : 010-556-306-9167
  - Paid-up capital** : Baht 1,500 million

**Business type:** : To operate the business of manufacturing, assembling electric vehicles, distributing and service about All types of electric vehicles

**Board of Directors:**

1	Mr. Somphote Ahunai
2	Mr. Amorn Saptaveekul
3	Mr. Vasu Klomkliang
4	Mr. Khanist Srivajiraphabha
5	Miss Inthira Chuaysanit

**List of shareholders:**

1	EA Mobility Holding Co., Ltd	holding 55%
2	Nex Point Public Company Limited	holding 45 %
3	Mr. Somphote Ahunai	holding 0%
4	Mr. Amorn Saptaveekul	holding 0%

**Relationship** : listed Company and the juristic person who, receiving financial assistance is related to a connected company, according to the announcement of the capital market No. TorJor. 21/2551 regarding rules for making connected transactions and announcement of the Stock Exchange of Thailand Re: Disclosure of Information and Practices of Listed Companies Connected, B.E 2546

EA Mobility Holding Co., Ltd holds 40.01% in the Company and holding 55% in AAB

### 3.) Description of Transaction

The Company has provided financial assistance to an associated company, Absolute Assembly Company Limited, by credit guarantee from a commercial bank. According to the proportion of 45% shareholding in the amount of Baht 337.50 million to finance the operation of Absolute Assembly Company Limited, with a guarantee fee of 1% per year. of the guarantee amount.

### 4.) Transactions Size:

The Company wishes to provide financial assistance to AAB with the transaction size as follows:

1. Guarantee limit: Baht 337.50 million
2. Guarantee period: It is a revolving loan type of L/C, D L/C, T/R, F/X and P/N.
3. Guarantee assets -None-
4. Impact on the rights of shareholders Does not affect voting rights, rights to share profits of shareholders
5. Item Size Measurement Consolidated financial statements as of 30 December 2022

		(thousand baht)
		<b>Nex Point @ 31.12.22</b>
Total Assets		7,991,534
Less goodwill	-	201,498
Less intangible assets	-	444,694
Less Total Liabilities	-	4,706,269
Less NCI	-	218,554
<b>NTA</b>		<b>2,420,519</b>

		(thousand baht)	(%)
calculation criteria	calculation	stand for	size
1)Net Tangible Asset value (NTA)	<u>NTA of property x Shareholding</u>	337,500	13.9433%
	NTA of Company	2,420,519	

Therefore, NEX entered into a transaction with a connected company. with a transaction value of baht 337.50 million, which is considered financial aid list is considered a connected transaction because it is a transaction with a juristic person that is an associated company with major shareholders and common directors with the Company when calculating the size of the list The transaction size is not more than 3% of the net tangible assets (NTA) of the Company, with the transaction size equal to 13.94%, based on the Company's reviewed consolidated financial statements. which has been reviewed by the Certified Public Accountant as of December 31, 2022. Therefore, the Company is obliged to seek approval from the shareholders' meeting of the Company. But such assistance according to the proportion that the Company Has interests in that juristic person, the Company is therefore exempted from having to seek approval from the shareholders' meeting on such matters. but has a duty to request approval from the Board of Directors' meeting and disclose the said transaction to the Stock Exchange of Thailand (“SET”) according to the Notification of Connected Transactions

When calculating transactions with connected companies accumulate transactions for the past 6 months, when calculating the transaction size is more than 3% of the net tangible assets (NTA) of the Company, with the transaction size equal to 102.58 %. according to the proportion that the Company has interests in that juristic person, the Company is therefore exempted from having to seek approval from the shareholders' meeting on such matters. but has a duty to request approval from the Board of Directors' meeting and disclose the said transaction to the Stock Exchange of Thailand (“SET”) according to the Notification of Connected Transactions.

#### 5.) Financial Source for the Financial Assistance

The company does not use the company's working capital. because it guarantees events that may occur in the future. Which after providing such financial assistance The company therefore still has sufficient working capital for the company's operations in the future.

#### 6.) Opinion Of the Board Directors

The Board of Directors has considered the reasons and resolved that providing such financial assistance It was a reasonable transaction and would be beneficial to the Company's business. Therefore, it was resolved to provide financial assistance to AAB as proposed by the Executive Director for approval.

In this regard, Directors with conflict of interest as listed 1. Mr. Amorn Saptaweekul 2. Mr. Vasu Klomkliang did not attend the meeting and did not vote on this agenda

#### 7.) Opinion of the Audit Committee which is different from the Board of Directors' opinion

-None-

2. Approved a credit guarantee of Absolute Assembly Co., ltd (AAB) for baht 225 million (in proportion to its shareholding of 45 percent)

1.) Date of Transection Within the Q 1 of 2023

#### 2.) Transaction Party and Relationship with the Listed Company:

Financial support: Nex Point Public Company Limited ("NEX")

Holding 45% of all AAB's shares

Financial receiver: An associate company namely, Absolute Assembly Co., ltd (AAB)

Establishment date: : 1 May 2020

Registration number : 010-556-306-9167

Paid-up capital : baht 1,500 million

Business type: : To operate the business of manufacturing, assembling electric vehicles, distributing and service about All types of electric vehicles

Board of Directors:

1	Mr. Somphote Ahunai
2	Mr. Amorn Saptaveekul
3	Mr. Vasu Klomkliang
4	Mr. Khanist Srivajiraphabha
5	Miss Inthira Chuaysanit

List of shareholders:

1	EA Mobility Holding Co., Ltd	holding 55%
2	Nex Point Public Company Limited	holding 45 %
3	Mr. Somphote Ahunai	holding 0%
4	Mr. Amorn Saptaveekul	holding 0%

**Relationship** : listed Company and the juristic person who, receiving financial assistance is related to a connected company, according to the announcement of the capital market No. TorJor. 21/2551 regarding rules for making connected transactions and announcement of the Stock Exchange of Thailand Re: Disclosure of Information and Practices of Listed Companies Connected, B.E 2546

EA Mobility Holding Co., Ltd holds 40.01% in the Company and holding 55% in AAB

**3.) Description of Transection**

The Company has provided financial assistance to an associated company, Absolute Assembly Company Limited, by credit guarantee from a commercial bank. According to the proportion of 45% shareholding in the amount of Baht 225 million to finance the operation of Absolute Assembly Company Limited, with a guarantee fee of 1% per year. of the guarantee amount

**4.) Transections Size:**

The Company wishes to provide financial assistance to AAB with the transaction size as follows:

1. Guarantee limit: Baht 225 million
2. Guarantee period: It is a revolving loan type of L/C, D L/C, T/R and P/N.
3. Guarantee assets -None-
4. Impact on the rights of shareholders Does not affect voting rights, rights to share profits of shareholders
5. Item Size Measurement Consolidated financial statements as of 31 December 2022

		(thousand baht)
		Nex Point @ 31.12.22
Total Assets		7,991,534
Less goodwill	-	201,498
Less intangible assets	-	444,694
Less Total Liabilities	-	4,706,269
Less NCI	-	218,554
<b>NTA</b>		<b>2,420,519</b>

		(thousand baht)	(%)
calculation criteria	calculation	stand for	size
1)Net Tangible Asset value (NTA)	<u>NTA of property x Shareholding</u>	<u>225,000</u>	9.2955%
	NTA of Company	2,420,519	

Therefore, NEX entered into a transaction with a connected company. with a transaction value of baht 225 million, which is considered financial aid list is considered a connected transaction because it is a transaction with a juristic person that is an associated company with major shareholders and common directors with the Company when calculating the size of the list The transaction size is more than 3% of the net tangible assets (NTA) of the Company, with the transaction size equal to 9.30%, based on the Company's audited consolidated financial statements. which has been audited by the Certified Public Accountant as of December 31 2022. Therefore, the Company is obliged to seek approval from the shareholders' meeting of the Company. But such assistance according to the proportion that the Company has interests in that juristic person, the Company is therefore exempted from having to seek approval from the shareholders' meeting on such matters. but has a duty to request approval from the Board of Directors' meeting and disclose the transaction to the Stock Exchange of Thailand ("SET") according to the Notification of Connected Transactions

When calculating transactions with connected companies accumulate transactions for the past 6 months, when calculating the transaction size is more than 3% of the net tangible assets (NTA) of the Company, with the transaction size equal to 111.88%. according to the proportion that the Company has interests in that juristic person, the Company is therefore exempted from having to seek approval from the shareholders' meeting on such matters. but has a duty to request approval from the Board of Directors' meeting and disclose the said transaction to the Stock Exchange of Thailand ("SET") according to the Notification of Connected Transactions.

#### **5.) Financial Source for the Financial Assistance**

The Company uses the fund from receiving advance payments for goods from customers as finance loans to associated company, with the remaining funds is still sufficient for future business operations.

#### **6.) Opinion Of the Board Directors**

The Board of Directors has considered the reasons and resolved that providing such financial assistance It was a reasonable transaction and would be beneficial to the Company's business. Therefore, it was resolved to provide financial assistance to AAB as proposed by the Executive Director for approval.

In this regard, Directors with conflict of interest as listed 1. Mr. Amorn Saptaweekul 2. Mr. Vasu Klomkliang did not attend the meeting and did not vote on this agenda

#### **7.) Opinion of the Audit Committee which is different from the Board of Directors' opinion**

-None-

Please be informed accordingly.

Yours sincerely,

(Mr.Khanist Srivajiraprabha)

Chief Executive Officer