

(TRANSLATION)

No. Gor Mor. 14/2566

29 March 2023

Subject: Approval on the loan guarantee for Saha Komehyo Company Limited, in proportion to its shareholding - connected persons

Attention: Director and Manager of The Stock Exchange of Thailand

According to the Board of Directors' Meeting of O.C.C. Public Company Limited No. 3/2566, held on 29 May 2023, resolution has been determined and approved the Company to enter transaction in guaranteeing loan facilitate for Saha Komehyo Company Limited, with regard to the limit of 2,500,000 Baht in proportion of its shareholding with Komehyo Holding Co., Ltd. (Japan), which is the guarantor of total loan amount of 50,000,000 Baht, with Bank of Ayudhya Public Company Limited (Lender). It refers to an offer of Financial Assistance to connected persons. Details are as follows:

1. Date of transaction : Within April 2023
2. Related parties
 - Guarantor : O.C.C. Plc.
 - Applicant : Saha Komehyo Co. Ltd.
: Registered capital amount of 165,000,000 Baht
: Main business is to buy and to sell the second-hand luxury items.

<u>Shareholders</u>	<u>Shareholding proportions</u>
Komehyo Hongkong	49.00%
Saha Pathana Inter-holding Plc.	31.00%
O.C.C. Plc.	5.00%
Other juristic persons	15.00%
 - Relationship : O.C.C. Plc. and Saha Komehyo Co. Ltd. have the same major shareholder namely Saha Pathana Inter-holding Plc. Holding 14.36% shares of O.C.C. Plc. and 31% shares of Saha Komehyo Co. Ltd.
3. Credit Limit of short term loans : 50,000,000 Baht from Bank of Ayudhya Plc.
4. Guarantee based on proportion of 5% shareholding : 2,500,000 Baht with guarantee period from the beginning period of agreement until 29 February 2024
5. Purpose of guarantee : To comply with the joint venture agreement and to support the joint venture company's business operation.

6. General description of transaction

- Transaction class : To offer Financial Assistance to connected persons, pursuant to the Notification of Capital Market Supervisory Board No. TorJor. 21/2551, Rules on Connected Transactions B.E. 2546: Types of Financial Assistance, by guaranteeing the loan amount in proportion of 5% shareholding
 - Transaction volume : Guarantee limit of 2,500,000 Baht, the value of which is less than 100 million Baht or less than 3% of NTA whichever is less. (3% of NTA as at 31 December 2022 was approximately 29.40 million Baht) Accordingly, such transaction requires approval from the Board of Directors and disclosure of the information to the Stock Exchange of Thailand, but no shareholders approval is required.
7. Director(s) of conflict of interest or being related parties : None
8. Opinions of the Company's Board of Directors: Agreed to approve loan guarantee as per aforementioned details in compliance with obligations of the joint venture agreement, as well as to provide business support to the joint venture company.
9. Opinion of the Audit Committee and/or the Company's directors which are different from the Company's Board of Directors : None

Please kindly be informed accordingly.

Yours sincerely,

Teerada Ambhanwong
Mrs. Teerada Ambhanwong
Managing Director
Chief Executive Officer