

NEX-CS 005 /2023

29 March 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. 2/2023 held on 29 March 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 and Yuan 8.1 million (in proportion to its shareholding of 45 percent)
2. Approved the loan of Absolute Assembly Co., Ltd (AAB) for Baht 50 million (in proportion to its shareholding of 45%)

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 a credit guarantee of Absolute Assembly Co., Ltd (AAB) for Baht 337.50 million and yuan CNY 8.1 million (in proportion to its shareholding of 45%)

- 1.) Date of Transection: : Within the Q 2 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 Srivajiraprabha
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 337.50 million and yuan 8.1 million (Equivalent to approximately of Baht 40.92 million, exchange rate of Baht 5.0521 /Yuan as of March 24, 2023 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 337.50 million and Yuan 8.1 million
2. Guarantee period: Due to 10 years of the revolving loan agreement
It is a revolving loan type of L/C, D L/C, T/R and Forward
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
NTA	2,420,519

calculation criteria	calculation	(thousand baht)	(%)
		stand for	size
1)Net Tangible Asset value (NTA)	NTA of property x Shareholding	378,422	15.6339%
	NTA of Company	2,420,519	

Therefore, NEX entered into a transaction with a connected company. with a transaction value of baht 378.42 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 15.63%, 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 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 127.51 %. 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 Saptaveekul did not attend the meeting

2. Mr. Vasu Klomkliang did not vote on this agenda

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

-None-

2. Approved the loan of Absolute Assembly Co., Ltd (AAB) for Baht 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 Srivajiraprabha
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 associate company, which is AAB, by providing a loan in proportion to the 45% shareholding amount of Baht 50 million to be used as working capital for the operation of AAB during the construction period. Which is in the construction of an electric vehicle assembly plant in Ban Pho District, Chachoengsao Province, Eastern Special Development Zone or EEC.

4.) Transactions Size:

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

1. Loan Amount: Baht 50 million and Baht 1.31 million of interest.
2. Interest rate: 2.61%

(Based on the financial cost of the company that holds shares in the associated company at the time of the loan plus the margin, which is the same interest rate as the loan issued by the Company)

3. Loan term: Not more than 12 months at a time and can roll over (Due 31 December 2024)
4. Terms of repayment The end of the promissory note period with interest payment
5. Guarantee assets -None-
6. Impact on the rights of shareholders Does not affect voting rights, rights to share profits of shareholders
7. 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	-
Less intangible assets	201,498
Less Total Liabilities	-
Less NCI	444,694
NTA	4,706,269
	-
	218,554
	2,420,519

calculation criteria	calculation	(thousand baht)	(%)
		stand for	size
1)Net Tangible Asset value (NTA)	NTA of property x Shareholding	51,305	2.1196%
	NTA of Company	2,420,519	

Therefore, NEX entered into a transaction with a connected company. with a transaction value of baht 51.305 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 2.12%, 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 129.63 %. 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.) Sources of funds used and sufficiency of working capital

The company used the money received from the remaining capital increase as a loan to associated companies, whereby the funds are 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 did not attend the meeting
 2. Mr. Vasu Klomkliang 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