



บริษัท ไทยฟิล์มอินดัสตรี จำกัด (มหาชน)
THAI FILM INDUSTRIES PUBLIC COMPANY LIMITED

A CERTIFIED ISO 9001 / ISO 14001 COMPANY

Ref. No. TFIS 12/2023

May 11, 2023

Re: Connected Transaction

To: The President
The Stock Exchange of Thailand

As referred notifications, The Board Directors' Meeting of Thai Film Industries Public Company Limited (the Company) No.5/2022, which was held on May 26, 2022, resolved for the approval of information on connected transaction of financial assistance credit loan from PM Group Co., Ltd., who is the major shareholder of the Company, in the principle amount not exceeding THB 200 million with a period within 1 Year at the interest rate of Siam Commercial Bank's MOR minus 1% per annum at present 4.845% per annum (Current rate at Siam Commercial Bank's MOR = 5.845% per annum) which is not higher than the short term interest rate that the Company directly loan from financial institution.

Currently, the Company still necessary to reserve a credit loan facility for working capital for business operation. Whereas, the Board Directors' Meeting of the Company No.3/2023, which was held on May 11, 2023, resolved for the approval of extension to credit loan facility as above for 1 Year on credit loan facility Baht 200 million. The transaction details are as follows;

General Description of the Transaction

It is a connected transaction of financial assistance in a form of short-term loan to working capital requirements with a principal amount not exceeding Baht 200 million. The Company issued promissory notes with repayment within 1 year and interest at the rate equal to average of MOR of 5 Commercial banks register in Thailand minus 2 % annual per year (Current rate = 5.116% per annum) pay interest every month, which is not higher than the short-term interest rate that the Company directly loan from 5 Commercial banks register in Thailand.

Commercial banks register in Thailand		
Item	Bank	MOR
1	Bangkok Bank Public Company Limited	7.1000
2	Krung Thai Bank Public Company Limited	7.0700
3	Kasikorn Bank Public Company Limited	7.1400
4	Siam Commercial Bank Public Company Limited	7.1450
5	Bank of Ayudhaya Public Company Limited	7.1250
	Average 5 Bank	7.1160
	MOR-2	5.1160



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Date of the Transaction

From May 11, 2023 till May 10, 2024

Other Connected Transactions in the Last 6 Months

On May 26, 2022 had approved on extension for financial aid in working capital for operation in short-term loan in the principal amount not exceeding Baht 200 million during May 26, 2022 till May 25, 2023 from PM Group Co., Ltd. On December 28, 2022 had agreed to enter the lease Agreement of the Company Building with Storm (Thailand) Company Limited during January 1, 2023 to December 31, 2025. The total rent throughout the rental term is Baht 11,803,939.20

Total Value of Connected Transactions

The following transaction of the notification of the Capital Market Supervisory Board Tor Jor. 21/2551 regarding the Disclosure of Information and Other Acts of Listed Companies Concerning Connected Transaction B.E. 2003 in financial assistance as value amount less than THB 20 million and lower than 3% of Company's net tangible assets. The Company able to loan in the principal amount not exceeding Baht 200 million from PM Group Co., Ltd. With interest equal to average MOR from 5 Commercial banks register in Thailand minus 2% (Current rate = 5.116% per annum) for 1 year on interest payment approximately THB 10.23 million whereof all-inclusive other connected transactions in the last 6 months, Therefore, the total connected transaction value is Baht 17.55 million which is higher than 0.03% of the Company's net tangible assets as of March 31, 2023 but lower than 3% of the Company's net tangible assets. Therefore, this transaction the Company is hence to be resolved for the approval by the Board of Directors and disclose a reported for this transaction to the Stock Exchange of Thailand.

Relationship between the Company and PM Group Co., Ltd.

Mahagitsiri's Group hold 100 percent of PM Group Co., Ltd. and hold 14,696,506,402 shares in the Company from total 16,826,223,539 shares at a par value of Baht 1 per share, equivalent to 87.34%. The Mahagitsiri's group is therefore considered major shareholders of the Company Ms. Ausanee Mahagitsiri and Mr. Chalermchai Mahagitsiri, currently are director in both PM Group and Thai Film Industries PCL. The above-board member, who are deem related persons on the connected transaction – did not attend nor cast their vote on this agenda.

Collateral to the Loan

- None-



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Opinions of the Board of Directors

The Board of Directors had considered that the Transaction shall benefit the Company. Therefore, the Board of Directors has appropriate that the Company shall enter into extension loan from which maturity on May 25, 2023 of a principal amount not exceeding Baht 200 million for 1 year during where calculate with interest equal to average MOR from 5 Commercial banks register in Thailand minus 2% (Current rate = 5.116% per annum) which is not higher than the short-term interest rate that the company directly loan from financial institution, for working capital. Ms. Ausanee Mahagitsiri and Mr. Chalermchai Mahagitsiri who are deem related persons on the connected transaction – did not attend nor cast their vote on this agenda.

Different opinions from Directors and Members of Audit Committee

The Audit Committee has an opinion in correspondence with the opinion of the Board of Directors of the Company, and none of the Director has the different opinion or abstention.

Please be informed accordingly,

Sincerely yours,

Signed _____

(Mr. Chairak Jantharanijkorn)

Managing Director