

No. CC20230504ELE

May 12, 2023

Subject Report of the Resolutions of Board of Directors' Meeting No.2/2023

To President  
The Stock Exchange of Thailand

The Board of Directors' meeting of Cal-Comp Electronics (Thailand) Public Company Limited (the "Company") No. 2/2023 was held on May 12, 2023 the following resolutions were passed:

1. The Board of Directors had approved the related transactions as following detail;

1.1 Acquisition on fixed asset

1<sup>st</sup> transaction

|                      |   |
|----------------------|---|
| Partners of Contract | Seller: Kinpo Electronics, Inc. ("KPO")<br>Buyer: Cal-Comp Electronics (Thailand) PCL. ("CCET") |
| Type of fixed asset  | 67 sets of customized Robot Arms and supporting parts   |
| Transaction date     | January 2023 – March 2023   |
| Transaction amount   | USD 335,159 or approximately Baht 11,781,341.58   |
| Pricing policy       | Brand New   |
| Payment term         | By cash with 90 days of credit term   |
| The reason           | The Company purchased Robot Arms sets to support the Company's production purpose.              |

The total transaction size of acquisition on fixed assets is USD 335,159 (Approximately Baht 11,781,341.58) which is accounted to 0.012% under the total value of consideration criteria (maximum transaction value criteria). The transaction is categorized as small transaction, and is not required to be disclosed according to the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies concerning the Acquisition and Disposal of Assets B.E. 2547 (2004).

2<sup>st</sup> transaction

|                      |  |
|----------------------|--|
| Partners of Contract | Seller: Cal-Comp Optical Electronics (Yueyang) Co., Ltd. ("CCYY")<br>Buyer: Kinpo Electronics (China) Co.,Ltd. |
| Type of fixed asset  | 6 sets of customized Robot Arms and supporting parts   |
| Transaction date     | February 2023  |
| Transaction amount   | USD 43,568 or approximately Baht 1,531,480.55  |
| Pricing policy       | At Book value (transaction amount) and near market value   |
| Payment term         | By cash with 30 days of credit term  |
| The reason           | CCYY sold Robot Arms sets to support to Kinpo Electronics (China) Co., Ltd. to leverage the cost.              |

The total transaction size of Disposal on the fixed asset is USD 43,568 (Approximately Baht 1,531,480.55 which is accounted to 0.002% under the total value of consideration criteria (maximum acquisition value criteria). The transaction is categorized as a small transaction and is not required to be disclosed according to the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies concerning the Acquisition and Disposal of Assets B.E. 2547 (2004)

1.2 The transaction between the Company and/or its subsidiaries with Kinpo Electronics Inc. and/or its subsidiary as the following details:

1.2.1 Rent office

1. Contract Date : January 1, 2023 - June 31, 2023
2. Partners of Contract: Connected transaction between subsidiary and related person.  
*User* : QBit Semiconductor Holding, Ltd.  
*Provider* : Kinpo Electronics Inc.
3. Ordinary form of transaction  
QBit Semiconductor Holding, Ltd. rent Taipei office from Kinpo Electronics Inc.
4. Total cost  
Total cost for one year is NTD 1,836,078 approximately Baht 2,103,227.35, accounted for 0.11% of NTA as March 31, 2023, the pricing will be contract price.

1.2.2 Rent office

1. Contract Date : January 1, 2023 - December 31, 2023
2. Partners of Contract: Connected transaction between subsidiary and related person.  
*User* : Cal-Comp Precision (Dongguan) Co., Ltd.  
*Provider* : Kinpo Electronics (China) Co., Ltd.
3. Ordinary form of transaction  
Cal-Comp Precision (Dongguan) Co., Ltd. rent factory space from Kinpo Electronics (China) Co., Ltd. for production purpose.
4. Total cost  
Total cost for one year is RMB 1,799,949 approximately Baht 9,111,881.82, accounted for 0.048% of NTA as March 31, 2023, the pricing will be contract price.

1.2.3 Rent office

1. Contract Date : January 1, 2023 - December 31, 2023
2. Partners of Contract: Connected transaction between subsidiary and related person.

*User* : Cal-Comp Precision (Singapore) Ltd. (Taiwan Branch)  
*Provider* : Kinpo Electronics Inc.

3. Ordinary form of transaction  
Cal-Comp Precision (Singapore) Ltd. (Taiwan Branch) rent Shengkeng office from Kinpo Electronics Inc.
4. Total cost  
Total cost for one year is RMB 1,336,960 approximately Baht 1,531,487.68, accounted for 0.002% of NTA as March 31, 2023, the pricing will be contract price.

#### 1.2.4 Share MIS (Management Information System) resource transaction

1. Contract Date: January 1, 2023 - December 31, 2023
2. Partners of Contract: Connected transaction between subsidiary and related person.  
*User* : Cal-Comp Precision (Singapore) Ltd. (Taiwan Branch)  
*Provider* : Kinpo Electronics Inc.
3. Ordinary form of transaction  
Cal-Comp Precision (Singapore) Ltd. (Taiwan Branch) shared MIS resource and system from Kinpo Electronics Inc. to support operation and reporting system.
4. Total cost  
Total cost for one year is NTD 6,514,284, approximately Baht 7,462,112.32, accounted for 0.008% of NTA as March 31, 2023, the pricing will be contract price and the actual charge will be subject to the employee's headcount and actual expense.

#### Total size of disposal and acquisition on fixed asset for related party transaction criteria

Included 6 transactions of the Company and/or its subsidiary with Kinpo International Ltd. and/or its subsidiaries, the total transaction size is USD 956,349.23 (Approximately Baht 33,617,109.96), which are accounted to 0.18% of NTA as March 31, 2023.

#### Total size of related party transactions during the past six-month periods

Overall, total size of related party transactions between the Company and/or its subsidiaries with Kinpo Electronics Inc. and/or its subsidiaries are at USD 10,985,882 (Approximately Baht 388,443,694.97) which is accounted to 2.06% of NTA during the past six-month periods.

#### Note: Exchange Rate

USD/Baht = 35.1515

NTD/THB= 1.1455

RMB/THB= 5.0623

Details of related person of the Company and/or its subsidiary with Kinpo Electronics Inc and/or its subsidiary

- Name of related person: Kinpo Electronics, Inc.
- Relationship: Kinpo Electronics, Inc. holds 46.52% of the Company, and nominates 2 people to be directors in the Company: Mr. Hsu, Sheng-Hsiung, Mr. Chen, Wei-Chang
  
- Name of related person: Kinpo Electronics (China) Co., Ltd. ("Kinpo China")
- Relationship: Kinpo China is a subsidiary of Kinpo Electronics, Inc. Kinpo Electronics, Inc. holds 46.52% in the Company, and has nominated 2 people to be directors in the Company: Mr. Hsu, Sheng-Hsiung, and Mr. Chen, Wei-Chang

The directors who have conflict of interest did not join and vote for this agenda.

Opinion of the Board of director and Audit Committee

The connected transactions of the Company are reasonable in the normal course of business due to all transactions are taking to supporting the business operation and also the terms and conditions are satisfied.

Please be informed accordingly.

Sincerely yours,

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Mr. Khongsit Choukitcharoen  
Managing Director