

(Translation)

No. CSO. 022/2023

**Date:** 21 June 2023

**Subject:** Notification of Acquisition of Common Shares in Skin Make Smiles Co., Ltd. (SMS)

**To:** President

The Stock Exchange of Thailand

Do Day Dream Public Company Limited ("the Company") would like to inform that the meeting of the Board of Directors of the Company has resolved at the meeting No. 4/2023 held on June 21, 2023 to approve the purchase of common shares in Skin Make Smile Company Limited (SMS) with the following details:

1. **Date of Transaction:** Within the month of July 2023

2. **The counterparty:**

- **Buyer:** Do Day Dream Public Company Limited
- **Seller:** Ms. Nutthinee Jenwattanawet
- **Relationship Amongst the Parties:** None

3. **Describe the transaction:**

- **Company Name:** Skin Make Smiles Co., Ltd.
- **Nature of business:** Overseeing the distribution of skin care products for Millennials under the brand "SoS"
- **Paid-up capital:** As of May 31, 2023, there is a paid-up capital of 5,000,000 baht, consisting of 50,000 ordinary shares at 100 baht per share.
- **List of shareholders:**

Before			After		
Shareholder	Amount (shares)	Proportion(%)	Shareholder	Amount (shares)	Proportion(%)
Do Day Dream PLC.	34,998	69.996	Do Day Dream PLC.	49,998	99.996
Ms. Nutthinee Jenwattanawet	15,000	30.000	Ms. Nutthinee Jenwattanawet	-	0.000
Mr. Rittikrai Thammaraksa	1	0.002	Mr. Rittikrai Thammaraksa	1	0.002
Mr. Suphawat Vanichprapha	1	0.002	Mr. Suphawat Vanichprapha	1	0.002
<b>Total</b>	<b>50,000</b>	<b>100.000</b>	<b>Total</b>	<b>50,000</b>	<b>100.000</b>

- **Price, pricing criteria and settlement method:** Trading at a value of 1,000,000 baht or 66.67 baht per share at the price as agreed by the buyer and seller by cash payment method.
- **Sources of funds:** Internal cash flow of the Company.
- **Expected Benefits:** The Company has considered that the acquisition of 30% stake in SMS will increase the flexibility, efficiency, and synergy among DDD Group. Furthermore, SoS brand under SMS has a high growth momentum and potential.

**4. Transaction size:**

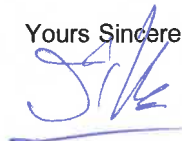
Calculate a transaction size for each basis	Calculation formula	Transaction size
1. Calculation based on the value of net tangible assets	$\frac{\text{NTA}^* \text{ of investment in the company} \times \text{Proportion of assets acquired or disposed}}{\text{NTA of the listed company}} \times 100$	NA
2. Calculation based on net operating profits	$\frac{(\text{Net operating profits of the investment} \times \text{Buying or selling ratio}) \times 100}{\text{Net operating profits of the listed company}}$	0.08%
3. Calculation based on total value of consideration paid or received	$\frac{\text{Value of transaction paid or received} \times 100}{\text{Total assets of listed company}}$	0.02%
4. Calculation based on value of equity shares issued for the payment of assets	$\frac{\text{Equity shares issued for the payment of assets} \times 100}{\text{Paid-up shares of the company}}$	Not applicable, must be calculated according to this criterion.

**5. Opinions of the company's board of directors:** The Board of Directors' Meeting has considered that Entering into such transaction is reasonable and beneficial to the Company.

In this regard, the acquisition of common shares in SMS should be considered as the acquisition of assets of a listed company. This is in accordance with the announcement made by the Capital Market Supervisory Board, No. Tor Jor, and the Notification of the Board of Governors of the Stock Exchange of Thailand regarding the Disclosure of Information and Practices of Listed Companies in the Acquisition or Disposal of Assets B.E. 2004 ("Announcement on Acquisition or Disposition"). According to the mentioned announcement, the highest calculated transaction size is 0.08% based on net operating profits method. Additionally, the size of the asset disposition transaction should be considered based on the criteria specified in the preceding six months. If the size is less than 15 percent, it is not required to comply with the Acquisition or Disposition Notifications. Furthermore, since the contract parties involved in the acquisition have no relationship or connection with the company, it is not deemed a connected transaction. This determination aligns with the Notification of the Capital Market Supervisory Board No. Tor Jor. 21/2008, which outlines the rules for connected transactions, dated August 31, 2008, and its subsequent amendments.

Please be informed accordingly.

Yours Sincerely,



Mr. Vanchai Srisushon  
Chief Financial Officer