



Ref UV no. 028/2023

15 August 2023

Subject: Notification of the investment in another company resulting in that other company becoming the indirect subsidiary

To: President
The Stock Exchange of Thailand

Univentures Public Company Limited ("the Company") would like to inform that UVBGP Clean Energy Company Limited ("UVCE"), an indirect subsidiary of the Company¹, acquired 100% investment in Binh Duong Energy Solutions Company Limited ("Binh Duong"), a company incorporated in Vietnam, with a total investment value of 4,399.92 million VND, or equivalent to 6.42 million Baht, with investment objectives to operate an energy business in Vietnam. UVCE received the entire investment transfer of Binh Duong on 17 July 2023 and paid the entire amount of investment to the seller on 19 July 2023. The source of funds UVCE used to invest in Binh Duong came from its cash flow.

The aforementioned transaction resulted in the following companies is a new indirect subsidiary of the Company

1. Binh Duong Energy Solutions Company Limited, a company established to invest in other businesses, has a registered capital (Charter Capital) of 3,516.00 million VND and has 1 director who is a representative appointed by Univenture BGP Company Limited.
2. Sustainable Clean Energy Company Limited ("SCE"), in which Binh Duong holds 100% of the total investment, has a registered capital of 3,516.00 million VND and invests in other businesses.
3. Binh Duong Smart Solar Company Limited ("BDS"), in which SCE holds 100% of the total investment, has a registered capital of 3,164.40 million VND and invests in other businesses.
4. UVBGP Vietnam Company Limited ("UVBGP Vietnam"), in which BDS holds 100% of the total investment, has a registered capital of 2,812.80 million VND and operates in the energy business, which is currently in the process of considering the investment projects.

The investment in Binh Duong is not considered a connected transaction but is considered an asset acquisition transaction pursuant to the Notification of the Capital Market Supervisory Board No. TorChor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisitions or Disposals of Assets and 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 Disposition of Assets B.E. 2547 (2004) (including any amendment thereto) (collectively, "the Notifications on Acquisition or Disposal of Assets"). When considering the size of the transaction by calculating according to the relevant criteria, it was found that when combined with the size of another asset acquisition transaction during the past 6 months², the total size of the transactions is less than 15.00%, so it is not eligible to comply with the Notifications on Acquisition or Disposal of Assets.

¹ UVCE is 100% owned by Univenture BGP Company Limited ("UVBGP"), and UVBGP is held by the Company 55.00%.

² Namely, the purchase of Stonehenge Inter Public Company Limited shares, increasing 12.00% of all paid-up shares of STI on 20 January 2023, which the Company informed the Stock Exchange of Thailand on 23 January 2023.

However, the Company has a duty to disclose information according to (BorJor/Por 11-00) Regulations of the Stock Exchange of Thailand, Re: Rules, Conditions and Procedures Governing the Disclosure of Information and Other Acts of a Listed Company, B.E. 2560 (2017), Clause 4 (11) "A listed company or its subsidiary acquires or disposes of an investment in another company, which results in that other company becoming, or ceasing to be, a subsidiary of the listed company or its subsidiary".

Please be advised accordingly.

Yours sincerely,

A handwritten signature in black ink, appearing to read "Pornchai". The signature is written in a cursive style with a period at the end.

Mr. Pornchai Katejinakul
Company Secretary