

MBK 042/2023

August 2, 2023

Subject : Connected transaction of an increase in the interest rate that used to provide financial assistance to MAX Asset Management Company Limited (MAX AMC)

Attention : President of the Stock Exchange of Thailand

MBK Public Company Limited (MBK) would like to inform that the Board of Directors' meeting of MBK no.7/23 on July 5, 2023 has approved in principle of an increase in the interest rate that used to provide financial assistance to MAX Asset Management Company Limited (MAX AMC), a company in which the MBK holds 16.56% of its paid-up capital, to provide financial assistance in proportion to the shareholding. The details are as follows: -

1. Transaction date August 1, 2023 (Date of new interest rate adjustment)
2. The involved parties
 - 2.1 Lender MBK Public Company Limited (MBK)
 - 2.2 Borrower MAX Asset Management Company Limited (MAX AMC)
3. Status of parties
 - 3.1 Lender
 - Status of MBK - Shareholders of MAX AMC holds at 16.56% of its paid-up capital and Thanachart Capital Public Company Limited (TCAP) is the major shareholders which MBK
 - Status of TCAP - The major shareholders which MAX AMC
 - 3.2 Borrower
 - Status of MAX AMC - A company which MBK holds 16.56% of its paid-up capital
 - A subsidiary which TCAP holds 83.44% of its paid-up capital
4. Details of loan
 - 4.1 Details of Lending 39.69 million baht
 - The interest rate The interest rate will be adjusted from MLR% to MLR+1% p.a. (MLR of TMB Thanachart Bank Public Company Limited at present, MLR is 7.475%), which will be effective from August 1, 2023 – March 31, 2024.
 - 4.2 Term of loan 1 year 3 months (January 1, 2023, to March 31, 2024)

4.3 Principal Repayment date and Interest Payment date

Principal repayment at the end of the credit line and interest is paid at the end of each month.

4.4 Purpose of providing financial assistance

For MAX AMC working capital

4.5 Collateral

None

4.6 Other borrowing terms

None

4.7 Conditions that may affect the rights of shareholders

None

5. Source of Lending Fund

MBK's excess liquidity and/or borrowings from financial institutions as the Company has a higher ability than its associate to borrow from financial institutions.

6. Description and scope of the connected persons' stake in making connected transactions.

MAX AMC and MBK have TCAP major shareholder.

7. Connected transaction which calculated from the financial statement as of March 31, 2023

7.1 Total value of transaction 43,465,879 Baht

(Principle and interest of 1 year 3 months)

7.2 Calculation of the transaction size It is a transaction which a listed company conducts with a juristic person to the Company holds shares in a smaller proportion than the shareholding of the connected persons in the juristic person. The value of transaction is 43.47 million baht (principal + interest) which is less than 100 million baht or 3% of NTA (whichever amount is lower) (3% = 625,455,996.84) to provide financial assistance in proportion to the shareholding. Therefore, it is exempted from having to seek an approval from the Shareholders' meeting of the Company, but this transaction shall be approved by the Board of Directors and disclosed the information to the Stock Exchange of Thailand.

8. The director who has interests and did not vote in the Board of Directors' meeting no.7/23 on July 5, 2023

8.1 Mr. Banterng Tantivit

8.2 Mr. Suphadej Poonpipat

9. The Board of Directors' opinions and the Audit Committee's opinions

The Board of Directors and the Audit Committee have the same opinions that MBK Public Company Limited (MBK) had to approve an increase of the interest rate of the loan that used to provide financial assistance with principal the credit line of 39,690,000 Baht and total interest of 1 year 3 months of 43,465,879 Baht to MAX Asset Management Company Limited (MAX AMC), which the interest rate is based on from MLR% to MLR+1 p.a. of TMB Thanachart Bank Public Company Limited (MLR currently is 7.475%), starting with new interest rate from August 1, 2023 – March 31, 2024, was fair and reasonable and it was expected to be beneficial for both parties , due to it is a loan provided by both major shareholders in proportion to the shareholder. Therefore, this is a reasonable transaction for supporting the business operations of MAX AMC.

Please be informed accordingly.

Sincerely yours,

(Mr. Wichak Praditavanij)

President and CEO

MBK Public Company Limited does not have policy in allowing employees, contractors, and adherents of the Company to solicit or receive money, gifts, or any other form of benefits from you or your related parties, including to execute or pursue any action that may be deemed as bribery”