



Ref. CS./23 – 084

23 August 2023

Subject Notification of the Board of Directors’ Meeting No. 8/2023 Resolution Re: Proposing to the Extraordinary General Meeting of Shareholders No. 2/2023 to consider and approve the **cancellation** of the resolution of the Extraordinary General Meeting of Shareholders No. 1/2023 on 8 March 2023 for Agenda 3 Re: Entering into the Acquisition of Asset, which is a Connected Transaction, of the Company, Agenda 4 Re: the Issuance of Warrant to Purchase Ordinary Shares of the Company No. 2 (JCKH-W2), Agenda 6 Re: the allocation of newly issued shares, and Agenda 7 Re: the Request for a Waiver from making a Tender Offer for all Securities of the Company by Virtue of the Resolution of the Shareholders’ Meeting (Whitewash)

To President
The Stock Exchange of Thailand

Reference Report on the Extraordinary General Meeting of Shareholders No. 1/2023 resolutions of JCK Hospitality Public Company Limited (“**Report of the Shareholder’s Resolution**”)

As the Board of Directors’ Meeting of JCK Hospitality Public Company Limited (the “**Company**”) No. 8/2023 held on 23 August 2023 resolved to approve to propose to the Extraordinary General Meeting of Shareholders No. 2/2023 to consider and approve the cancellation of the resolution of the Extraordinary General Meeting of Shareholders No. 1/2023 on 8 March 2023 for Agenda 3 Re: Entering into the Acquisition of Asset, which is a Connected Transaction, of the Company, Agenda 4 Re: the Issuance of Warrant to Purchase Ordinary Shares of the Company No. 2 (JCKH-W2), Agenda 6 Re: the allocation of newly issued shares, and Agenda 7 Re: the Request for a Waiver from making a Tender Offer for all Securities of the Company by Virtue of the Resolution of the Shareholders’ Meeting (Whitewash) as detailed in the referred Report of the Shareholder’s Resolution (collectively referred as “**Resolution of the Extraordinary General Meeting of Shareholders No. 1/2023**”).

After the Extraordinary General Meeting of Shareholders No. 1/2023 held on March 8, 2023, resolved to approve the above agenda. The economic conditions and capital markets both domestically and internationally during the past period have fluctuated and changed rapidly. The Board of Directors has therefore considered the results and the opinion of the financial advisor and details related to the

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implementation of the four agendas mentioned above. The Board of Directors unanimously resolved to approve the cancellation of the above four agendas. And to propose to the shareholders' meeting of the Company to consider and approve the cancellation of the four agendas as per the following reasons:

- Issuance and offering of shares to specific investors (Private Placement), resulting in Control Dilution of 37.78%
- The capital increase according to the above Agenda has the objective of using capital to acquire assets. However, in the current situation, the Board of Directors agreed on the necessity of the Company's liquidity management.

In this regard, the Board of Directors' Meeting No. 8/2023, held on 23 August 2023, had resolved to propose to the Extraordinary General Meeting of Shareholders No. 2/2023 to consider and approve the cancellation of the resolution of the Extraordinary General Meeting of Shareholders No. 1/2023 on 8 March 2023 for Agenda 3 Re: Entering into the Acquisition of Asset, which is a Connected Transaction, of the Company, Agenda 4 Re: the Issuance of Warrant to Purchase Ordinary Shares of the Company No. 2 (JCKH-W2), Agenda 6 Re: the allocation of newly issued shares, and Agenda 7 Re: the Request for a Waiver from making a Tender Offer for all Securities of the Company by Virtue of the Resolution of the Shareholders' Meeting (Whitewash).

Please be informed accordingly.

Best Regards,

JCK Hospitality Public Company Limited

A handwritten signature in blue ink, appearing to read 'Athawut Taechaubol'.

(Mr. Athawut Taechaubol)

Chief Executive Officer