

3<sup>rd</sup> October 2023

Subject: To inform the resolution of the Board of Directors meeting no.14/2023 regarding to the asset acquisition

To: The directors and managers

The Stock Exchange of Thailand

According to the Board of Directors meeting no.14/2023 of Thai Coconut public company limited (“Company”) on 29<sup>th</sup> September 2023, the meeting has approved the investment in the project of maximizing production capacity of coconut water packed with UHT PRISMA machine. The investment value is approximately 384.70 million Baht to support the rising demand of coconut water products from customers. After investing, the maximum production capacity will increase from 218,000 tons per year to 310,000 tons per year.

The investment to maximize production capacity of coconut water packed with UHT PRISMA machine is considered as the asset acquisition based on the announcement of the Capital Market Supervisory Board Tor Jor no.20/2008: the principles in conducting a significant transaction, which is the acquisition or disposal of assets. Including, the amended announcement, and the announcement of the committee of Stock Exchange of Thailand: the disclosure of information and actions of publicly listed company in acquiring or disposing of assets in 2004 (“the announcement of acquiring or disposing”). The details are as follows:

1. Day, Month, and Year, which makes the transaction

The Board of Directors meeting of the company has approved the investment to maximize production capacity of coconut water packed with UHT PRISMA machine on 29<sup>th</sup> September 2023.

2. Related parties and relationships with company

Buyer (investor): Thai Coconut Public Company Limited

Machine seller: TH PACK Co., Ltd.

The lists of major shareholders of TH PACK Co., Ltd: 1) Mr.Somkiat Plengsuriyakarn and 2) Mr.Vilas Jirasinwanich

The relationships relate to Thai Coconut public company limited: based on the lists of major shareholders of TH PACK Co., Ltd, there is no related person who relates to Thai Coconut Public

Company Limited according to the announcement of the Capital Market Supervisory Board Tor Jor no. 21/2008: the regulations of the connected transactions, which dated on 31<sup>st</sup> August 2008 (that has additional amended) and the announcement of the committee of Stock Exchange of Thailand: the disclosure of information and actions of publicly listed company in the connected transaction in 2003, which dated on 19<sup>th</sup> November 2003 (that has additional amended).

3. General characteristics of the transaction

The company's investment purpose is to maximize the production capacity of coconut water packed with UHT PRISMA, which is an investment valued at 384.70 million Baht.

4. Type and size of the transaction:

The investment to maximize production capacity of coconut water packed with UHT PRISMA machine is considered as the asset acquisition based on the announcement of Capital Market Supervisory Board Tor Jor no.20/2008: the principles in making a significant transaction, which is the acquisition or disposal of assets. Including, the amended announcement, and the announcement of the committee of Stock Exchange of Thailand: the disclosure of information and actions of publicly listed company in acquiring or disposing of assets in 2004 ("the announcement of acquiring or disposing"). The size of this investment is 11.09 percent, which is the transaction size calculated according to the total value compensation criteria and based on the financial statements of the company ended on 30<sup>th</sup> June 2023. The details of calculating the transaction size are follow:

The criterion of calculating the transaction size	Calculation method	Transaction size (%)
1. Net Tangible Asset (NTA)		
2. Net profit from operation		
3. Total value of compensation	384.70 million Baht x 100 / 3,469.86 million Baht	11.09
4. The value of shares issued to pay for assets		Cannot calculating because there is no issue the shares to pay for assets

Therefore, the aforementioned transaction will have the maximum transaction size at 11.09%, which is lower than 15% based on the announcement of disposing.

5. The details of the asset acquisition

The project of maximizing the production capacity of coconut water packed with UHT PRISMA machine will have investment in the Aseptic Filing sized 330 ml. for 4 machines, the Aseptic Filing sized 1,000 ml. for 2 machines, and other related equipment. This investment will cause the rising production capacity of coconut water for the company, which increase from 218,000 tons per year to 310,000 tons per year. The company expects that this investment can earn commercial revenue in the first quarter of 2024.

6. Total value of transaction/asset acquisition

The value of the asset acquisition for investment in project of maximizing the production capacity of coconut water packed with UHT PRISMA machine has the investment value of around 384.70 million Baht.

7. The criterion of determining investment valuation

This investment was evaluated by the price comparison of management team based on the company's purchasing procedures in terms of assessing the value of the machines and equipment, which relate to maximizing the production capacity of coconut water packed with UHT PRISMA machine. The company will buy all assets with cash. The company has considered the future benefits which will support the growth of manufacturing business and selling coconut products continuously.

8. The expected benefits

The investment in the project of maximizing production capacity of coconut water packed with UHT PRISMA will cause the rising production capacity of coconut water for the company, which will be increased from 218,000 tons per year to 310,000 tons per year, in order to support the rising demand for coconut water products. This investment will support the growth of the company continuously in the future.

9. Source of funds for investment

The company will pay for the assets with internal cash flow around 20% of the total investment and will loan from the financial institutions around 80% of total investment. The company expects that there will be no impact on the rights of company shareholders.

10. Condition in conducting the transaction

N/A

11. Feedback of Board of Directors of company

According to The Board of Directors meeting no.14/2023, which was held on 29 September 2023, there is approval of the resolution in the project of maximizing the production capacity of coconut water packed with UHT PRISMA. The Board of Directors of the company had feedback that this investment is reasonable and the most beneficial to the company in order to support the higher demand for coconut water products of customers, which will boost the growth of the company continuously in the future.

12. Feedback of audit committee and/or committee members who have different thoughts from the board of directors

There are no different opinions from the board of directors meeting as specified in section no.11.

Sincerely Yours,



(Miss Pattara Tasjun)

Chief financial and information officer

Thai Coconut Public Company Limited