

-Translation-

No. B8- 2023-0119

November 9, 2023

Re: Notification of the Resolution of the Board of Directors' Meeting on the Plan for the Initial Public Offering Bay Computing Company Limited, the Listing of the Ordinary Shares of Bay Computing Company Limited on the Market for Alternative Investment, and Changing the Name of the New Subsidiary Company

To: President
The Stock Exchange of Thailand

Beryl 8 Plus Public Company Limited (the "**Company**") would like to inform about the Board of Directors' Meeting No. 5/2023, held on November 9, 2023, at 09.00 hrs., where the following resolutions were approved:

1. Approved the plan for the Initial Public Offering ("**IPO**") of Bay Computing Company Limited ("**Baycom**"), a subsidiary of the Company, and the listing of the shares of Baycom on the Market for Alternative Investment (the "**MAI**") (collectively, the "**Plan for Listing on the MAI**"), whereby Baycom has security expertise on information technology systems and provides end-to-end turnkey solutions, namely cyber security operation Solution, endpoint security and management, network & network security solutions, data security solution, infrastructure solution and advisory service, with products that support all levels of corporate needs. In this offering, the Company shall offer existing ordinary shares of Baycom along with newly issued ordinary shares. The proportion of the number of the newly issued ordinary shares and existing ordinary shares of Baycom to be offered in the IPO (the "**IPO Shares**") shall not exceed 35 percent of the total paid-up capital of Baycom after the capital increase and the issuance and offering of the IPO Shares. After the offering of IPO Shares, the Company will remain a major shareholder and the controlling person of Baycom, and Baycom will retain its status as the Company's subsidiary.

In this regard, under the Plan for Listing on the MAI, Baycom plans to allocate the newly issued ordinary shares to the general public and other types of investors, which include, the holders of the Company's ordinary shares that are entitled to pre-emptive rights, and the issuance of the newly issued ordinary shares to directors, executives, and/or employees of Baycom and/or Baycom's subsidiaries, the details of which will be further determined.

In addition, in order to comply with business diversification principle, as long as the Company is a major shareholder in Baycom, the Company has a policy that Baycom is a Flagship for the business of Cyber Security and the Company will not directly or indirectly invest and/or operate any compete businesses with the business of Baycom. Furthermore, in order to comply with relevant regulations of the Securities and Exchange Commission (the "SEC"), the Company and Baycom have prepared a draft noncompete agreement, to set out clear business boundaries between the Company and Baycom, and to prevent business operations that may result in a conflict of interest in the future; the draft noncompete agreement is currently pending the consideration of the management and relevant committees. After the Company and Baycom have executed the agreement, Baycom will disclose the information pertaining to the non-compete agreement in the filing and prospectus.

In this regard, the Board of Directors of the Company and/or Executive Committee and/or the person assigned by the Board of Directors of the Company, together with Board of Directors of Baycom and/or the person designated by Board of Directors of Baycom will determine the criteria, conditions and details of the IPO of Baycom under the Plan for Listing on the MAI and authorize to perform any certain actions including but not limited to appoint an authorized person to proceed and vote in Baycom's shareholder meeting, filing relevant documents or coordinate with any relevant persons or authorities.

Since the aforementioned Plan for Listing on the MAI will result in a dilution of the Company's shareholding in Baycom and will constitute an asset disposal transaction of a listed company pursuant to the Notification of the Capital Market Supervisory Board No. TorChor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets (including any amendment thereto) 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 Acquisition and Disposition of Assets of 2004 (including any amendment thereto) (collectively, the "Notifications on Acquisition or Disposal of Assets"). When calculating the size of the dilution of the Company's shareholding in Baycom as prescribed in the Notifications on Acquisition or Disposal of Assets, the transaction size has the highest value when calculating under the net operating profits criteria, whereby the transaction size equals to 11.17 percent, calculated based on the Company's financial statements for the period ended September 30, 2023 that have been audited and reviewed by a certified auditor and Baycom's financial statements for the period ended September 30, 2023 that have been audited and reviewed by a certified auditor. Consequently, as the entering into this transaction has the transaction size lower than 15 percent, the Company is not obliged to comply with any duties under the Notifications on Acquisition or Disposal of Assets.

2. According to the announcement of the establishment of a new subsidiary company on August 10, 2023 which is currently in the process of being established, the Board of Directors was resolved to approve the change of the name of the new subsidiary company as follows:

Name	BE8 International Company Limited changed to CarbonX Company Limited
Objects	The International Business Center
Registered Capital	10,000,000 Baht (ten million baht) Consisted of 1,000,000 ordinary shares (one million shares) with a par value of 10 Baht (ten baht) each
Shareholding	1. 100% (999,998 shares) held by Beryl 8 Plus Public Company Limited 2. 0% (1 share) held by Mr. Apisek Tewinpagti 3. 0% (1 share) held by Mr. Krisada Ketphupong
Directors	1. Mr. Apisek Tewinpagti 2. Mr. Krisada Ketphupong 3. Mr. Charles Woodall 4. Mrs. Supattra Simtharakaew
Source of Fund	The Company's working capital and the ordinary shares of Beryl 8 Plus (Singapore) PTE. LTD.

Please be informed accordingly.

Sincerely yours,

(Mr. Apisek Tewinpagti)

Chief Executive Officer

Beryl 8 Plus Public Company Limited

Authorized Person to Disclose Information