



9th November 2023

Subject: The notification of the asset acquisition of Thai Coconut Public Company Limited

To: Director and manager
The Stock Exchange of Thailand

Attached: The information lists of asset acquisitions of Thai Coconut Public Company Limited, which are the investment in the expanding of production capacity in the product group of fruit juice beverage and/or carbonated fruit juice contained PET bottle.

According to the Board of Directors meeting of Thai Coconut public company limited (“the company”) no.16/2023 on 9th November 2023, the meeting has approved the investment in the project of the expanding of production capacity in the product group of fruit juice beverage and/or carbonated fruit juice beverage contained PET bottle, which estimated value at 650 million baht in order to support the rising demand of fruit juice beverage products. After this investing, the maximum production capacity of fruit juice beverage products will increase from 310,000 tons per year to 360,000 tons per year.

The transaction of asset acquisitions of investment in the project of the expanding of production capacity in the product group of fruit juice beverage and/or carbonated fruit juice beverage contained PET bottle 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 (and 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 company has calculated the size of these transactions by the criterion of total value of consideration based on the company financial statements ended on 30th September 2023, which the size of transactions accounts for 11.48%. When the company considered these transactions with the lists of asset acquisition in the past six months, the highest criteria of acquisition of assets is total value of consideration, which has transaction size at 11.09%. Therefore, total transactions of asset acquisition are 22.57%, which transaction size is more than 15% but not more than 50%. The company must conduct report and reveal these transactions to the stock exchange of Thailand based on account (1) in the end of announcement of the acquisition or disposal of assets immediately, and must submit the circular to company shareholders within 21 days from the information disclosure to the stock exchange of Thailand according to the announcement of the acquisition or disposal of assets without asking for permission from annual general meeting of the company.

These transactions are involved the connected transactions based on the announcement of the capital market supervisory board Tor Jor no.21/2008: the principle of connected transaction dated 31st August 2008 (and amended announcement) and the announcement of the board of stock exchange in Thailand: the information disclosure and practices of the publicly listed company in the lists of connected transactions in 2003 dated on 19th November 2003 (and amended announcement).

Please be informed accordingly,

Yours sincerely,



(Miss Pattara Tasjun)

Chief Financial and Information Officer
Thai Coconut Public Company Limited

The information lists of asset acquisition of Thai Coconut Public Company Limited involved the investment in the project of the expanding of production capacity in the product group of fruit juice beverage and/or carbonated fruit juice contained PET bottle.

According to the Board of Directors meeting of Thai Coconut public company limited (“the company”) no.16/2023 on 9th November 2023, the meeting has approved the investment in the project of the expanding of production capacity in the product group of fruit juice beverage and/or carbonated fruit juice beverage contained PET bottle, which estimated value at 650 million baht in order to support the rising demand of fruit juice beverage products of customers. After this investing, the maximum production capacity of fruit juice beverage products will increase from 310,000 tons per year to 360,000 tons per year.

Therefore, these transactions involved the lists of 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 (and 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 company has calculated the size of these transactions by the criterion of total value of consideration, which is criterion of the highest transaction size at 11.48%. When the company considered these transactions with the lists of asset acquisition in the past six months, the highest criteria of acquisition of assets is total value of consideration paid or received, which has transaction size at 11.09%. Therefore, total transactions of asset acquisition are 22.57%, which transaction size is more than 15% but not more than 50%. The company must conduct report and reveal these transactions to the stock exchange of Thailand based on account (1) in the end of announcement of the acquisition or disposal of assets immediately, and must submit the circular to company shareholders within 21 days from the information disclosure to the stock exchange of Thailand. The details are follow:

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

The Board of Directors meeting no.16/2023 of Thai Coconut public company limited has approved these transactions on 9th November 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 31st 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 19th November 2003 (that has additional amended).

3. General characteristics of the transaction

The company's investment purpose is to expand the production capacity of fruit juice beverage products and/or carbonated fruit juice beverage products contained PET bottle valued at 650 million baht.

4. Type and size of the transaction

These transactions involved the lists of acquisition of assets 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 (and 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 transactions accounts for 11.48%, which calculated by criterion of total value of consideration based on the company financial statements ended on 30th September 2023. The details 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	650 million baht x 100 / 5,661.41 million baht	11.48
4. The value of shares issued to pay for assets		Cannot calculating because there is no issue the shares to pay for assets

When the company considered these transactions with the lists of asset acquisition in the past six months, the size of the lists of asset acquisition based on the criterion of total value of consideration at 22.57%, which transaction size is more than 15% but not more than 50%. The company must conduct report and reveal these transactions to the stock exchange of Thailand based on account (1) in the end of announcement of the acquisition or disposal of assets immediately, and must submit

the circular to company shareholders within 21 days from the information disclosure to the stock exchange of Thailand.

5. The details of the asset acquisition

The project of the expanding of production capacity in the product group of fruit juice beverage and/or carbonated fruit juice beverage contained PET bottle will invest in structural system, for example the filling room (AHU), working systems, and temperature control. The machinery such as Blowing machine, Aseptic filer and cap, and equipment help maximize the maximum production capacity in the product group of fruit juice beverage from 310,000 tons per year to 360,000 tons per year. The company has expected that this investment will be commercial revenue in the first quarter of the year 2025.

6. Total value of transaction/asset acquisition

The value of asset acquisition for the investment in the project of the expanding of production capacity in the product group of fruit juice beverage and/or carbonated fruit juice beverage contained PET bottle valued at 650 million baht.

7. The criterion of determining investment valuation

The value of these investments 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 the investment for the expanding production capacity in the product group of fruit juice beverage and/or carbonated fruit juice beverage contained PET bottle. The company will pay in cash according to a payment agreement with sellers.

Moreover, the company has considered the future benefits, which will support the growth of the manufacturing business and selling fruit juice beverage products continuously. The fruit juice beverage products are a product group, which tends to have the high market growth trend.

8. The expected benefits

The investment in the project of the expanding of production capacity in the product group of fruit juice beverage contained PET bottle will help to increase the maximum production capacity of fruit juice beverage product from 310,000 tons per year to 360,000 tons per year to support the rising demand of fruit juice beverage products, which lead to the growth of business continuously in the future. Fruit juice beverages are products, which tend to significantly grow.

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 the company

According to The Board of Directors meeting no.16/2023, which was held on 9th November 2023, there is approval of the resolution in the project of the expanding of production capacity in the product group of fruit juice beverage and/or carbonated fruit juice beverage contained PET bottle. 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 rising demand for fruit juice beverage products of customers. The company has expected that fruit juice beverages will have high growth and lead to the growth of the company continuously in the future.

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

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

13. The responsibility of the board of directors for information which will send to shareholders

The audit committee has approved this information with discretion and would like to clarify that all information is correct, complete, no false information, no omission any facts, which is crucial information that require to specify or declare, and there is no information, which leads to misunderstanding for shareholders.

14. Feedback of independent expert

N/A

15. Estimated finance in current year

N/A

16. The significant lawsuit or complaint under consideration

N/A

17. The benefits or the connected transaction between the director, management team, and shareholders both directly and indirectly who have shares more than 10%

As of 30th September 2023, the company and its subsidiary companies have the important business transactions with related to persons or businesses based on commercial condition and normal business, which conclude the details as follow:

(1) The transaction that will be continuous to happen in the future

No.	Person/Legal entity that related and has related transaction	Relationship with the company
1	PhD. Worawat Chinpinkyo	PhD. Worawat Chinpinkyo hold the direct shares at 50% of paid-up capital of the company/ and takes a position of Company Director/ Vice Chairman of the Board of Directors/ Risk Management Committee/ Nomination and Compensation Committee/ Chairman of Executive Committee/ Chief Executive Officer and Managing Director
2	Miss Napatsorn Yutinathorn	Miss Napatsorn Yutinathorn takes a position of Chief Marketing Offer and is a daughter of PhD. Worawat Chinpinkyo and Miss Chanya Thanasakdipat
3	Miss Chintana Chinpinkyo	A shareholder of Thai Coconut Public Company Limited
4	Mr. Pitiwat Chinpinkyo	A shareholder of Thai Coconut Public Company Limited
5	Mr. Phanuwat Chinpinkyo	A shareholder of Thai Coconut Public Company Limited
6	Justlike And More Company Limited	Justlike And More Company Limited is a joint venture company, which Thai Coconut Public Company Limited hold shares directly at 59.997%
7	Harmony Agri Business Company Limited	Miss Pichamon Wongtaweessap takes a position of company director and hold shares of Harmony Agri Business Company Limited, which is related person to Mr. Pitiwat Chinpinkyo, who is a major shareholder of Thai Coconut Public Company Limited
8	INET Managed Services Company Limited	Mrs. Morragot Kulatumyotin takes a position of company director of Thai Coconut Public Company Limited and holds 1 share of 2,000,000 shares of INET Managed Services Company Limited (A company subsidiary of INET)

Person/Legal entity that may have the conflicts	The details of transaction	Transaction value (Thousand baht)	
		As of 30 th September 2023	As of 30 th September 2022
The transaction of product sales or services			
1. Justlike And More Company Limited	<u>The revenue of product sales (for the nine-month period)</u>	3	-
	Justlike And More Company Limited	3	-
	<u>Other revenues (for the nine-month period)</u>	-	199
	Justlike And More Company Limited	-	199

Person/Legal entity that may have the conflicts	The details of transaction	Transaction value (Thousand baht)	
		As of 30 th September 2023	As of 30 th September 2022
The transaction of expenses			
1. Miss Chintana Chinpinkyo	<u>The Consulting fee (for the nine-month period)</u>		
2. Mr. Pitiwat Chinpinkyo	Miss Chintana Chinpinkyo	720	720
3. Coconut Plantation Company	Mr. Pitiwat Chinpinkyo	720	560
4. Mr. Phanuwat Chinpinkyo	Coconut Plantation Company	-	70
5. Harmony Agri Business Company Limited	Mr. Phanuwat Chinpinkyo	<u>720</u>	<u>729</u>
6. INET Managed Services Company Limited	<u>The Warehouse rental and electricity costs (for the nine-month period)</u>		
	Harmony Agri Business Company Limited	935	-
	<u>Trade payables</u>		
	Harmony Agri Business Company Limited	112	-
	<u>VA SCAN purchase service fee (for the nine-month period)</u>		
	INET Managed Services Company Limited	312	-
Guaranteed items			
1. PhD. Worawat Chinpinkyo	<u>Guaranteed items for several financial institutions</u>		
2. Miss Chanya Thanasakdipat and Miss Kesorn Saikham	1. The limit of short-term loans PhD. Worawat Chinpinkyo	2,295,600	305,000
	Miss Chanya Thanasakdipat and Miss Kesorn Saikham	-	940,000

Person/Legal entity that may have the conflicts	The details of transaction	Transaction value (Thousand baht)	
		As of 30 th September 2023	As of 30 th September 2022
3. Miss Chanya Thanasakdipat and Miss Napatsorn Yutinathorn	Miss Napatsorn Yutinathorn	49,600	-
	Miss Chanya Thanasakdipat and Miss Napatsorn Yutinathorn	-	49,600
	2. The limit of long-term loans PhD. Worawat Chinpinkyoo	1,057,372	100,000
	Miss Chanya Thanasakdipat and Miss Kesom Saikham	-	349,338
	Miss Napatsorn Yutinathorn	40,000	-
	Miss Chanya Thanasakdipat and Miss Napatsorn Yutinathorn	-	40,000

(2) The transaction that will not occur in the same way in the future/ transaction that is not connected transaction in the future

No	Person/Legal entity that related and has related transaction	Relationship with the company
1	PhD. Worawat Chinpinkyoo	PhD. Worawat Chinpinkyoo hold the direct shares at 50% of paid-up capital of the company/ and take a position of Company Director/ Vice Chairman of the Board of Directors/ Risk Management Committee/ Nomination and Compensation Committee/ Chairman of Executive Committee/ Chief Executive Officer and Managing Director
2	Miss Chanya Thanasakdipat	Miss Chanya Thanasakdipat is the spouse of PhD. Worawat Chinpinkyoo

No	Person/Legal entity that related and has related transaction	Relationship with the company
3	Coconut Plantation Company	PhD. Worawat Chinpinkyo, Mr. Pitiwat Chinpinkyo, and Mr. Phanuwat Chinpinkyo are shareholders of Thai Coconut Public Company Limited and shareholders of Coconut Plantation Company
4	Miss Napatsorn Yutinathorn	Miss Napatsorn Yutinathorn takes a position of Chief Marketing Offer and is a daughter of PhD. Worawat Chinpinkyo and Miss Chanya Thanasakdipat

Person/Legal entity that may have the conflicts	The details of transaction	Transaction value (Thousand baht)	
		As of 30 th September 2023	As of 30 th September 2022
The transaction of short-term loan (Interest income)			
1. PhD. Worawat Chinpinkyo	<u>Short-term loan</u>		
	Balance at the beginning of year	-	10,066
	Increase	-	34,000
	Decline during the year	-	<u>(44,066)</u>
	Balance at the end of the year	-	-
	<u>Interest income (for the nine-month period)</u>		
PhD. Worawat Chinpinkyo	-	332	
The transaction of long-term loan			
1. Miss Chanya Thanasakdipat	<u>Long-term loan</u>		
	Balance at the beginning of year	119,039	127,955
2. Miss Napatsorn Yutinathorn	Increase		
	Miss Chanya Thanasakdipat	-	-
	Miss Napatsorn Yutinathorn	-	<u>34,000</u>
		-	34,000
	Decline during the year		
	Miss Chanya Thanasakdipat	-	(2,800)
	Miss Napatsorn Yutinathorn	<u>(119,039)</u>	<u>(40,116)</u>
		(119,039)	(42,916)
	Balance at the end of the year	-	119,039

Person/Legal entity that may have the conflicts	The details of transaction	Transaction value (Thousand baht)	
		As of 30 th September 2023	As of 30 th September 2022
	<u>Interest expense (for the nine-month period)</u>	-	23
	Miss Chanya Thanasakdipat	<u>129</u>	<u>1,272</u>
	Miss Napatsorn Yutinathorn	129	1,295
	<u>Accrued interest</u>	-	-
	Miss Chanya Thanasakdipat	-	<u>3,059</u>
	Miss Napatsorn Yutinathorn	-	3,059

Yours sincerely,



(Miss Pattara Tasjun)

Chief Financial and Information Officer
Thai Coconut Public Company Limited