



บริษัท เอ็นซีแอล อินเตอร์เนชั่นแนล โลจิสติกส์ จำกัด (มหาชน)  
NCL INTERNATIONAL LOGISTICS PUBLIC COMPANY LIMITED

No. NCL-M 1/67

4 January 2024

Subject : Resolution of the Board of Director's Meeting No. 1/2024, Resignation of independent director and audit committee, Appointment of chairman of audit committee, director and managing director, Amendment of director's authority, Establishment of joint venture company, Acquisition of additional shares from other shareholder of joint venture company

To : President,  
The Stock Exchange of Thailand

NCL International Logistics Public Company Limited ("the Company") has held the meeting of the board of directors No. 1/2024 dated on 4 January 2024 which the resolutions are as follows.

1. Acknowledgement of Miss Chanyapat Wiphatthanananthakul resigned from the position of independent director, the Company's director, chairman of audit committee, director of the nomination and remuneration committee, director of the risk management committee and director of the corporate governance and sustainability committee due to lot of other businesses which is effective from 4 January 2024 onwards.
2. Approved the appointment of independent director, the Company's director and managing director as follows.
  - 1) Mr. Priyong Teerasathian being the independent director, the Company's director, chairman of the audit committee, director of the risk management committee, director of the corporate governance and sustainability committee and director of the nomination and remuneration committee.
  - 2) Mr. Wit Sangwitayanon being the Company's director, director of the risk management committee, executive committee and managing director – business development of logistics business.
3. Approved amendment of the director's authority as follows.

	Old		New
1.	Mr. Pongthep Vichaikul	1.	Mr. Pongthep Vichaikul
2.	Mrs. Ravipa Koekkaivan	2.	Mrs. Ravipa Koekkaivan
3.	Mr. Harit Rattanaparinyanon	3.	Mr. Harit Rattanaparinyanon
		4.	Mr. Wit Sangwitayanon

Two out of three directors to sign their names with the company's seal being affixed.

Two out of four directors to sign their names with the company's seal being affixed.

Be effective from 4 January 2024 onwards.

Therefore, the Board of Directors and sub-committees after the resolution are as follows:

<b>The Boards of Directors</b>	
1. Adm. Surapong	Amnucksoradeja
2. RAdm. Pattana	Pibultip
3. Mr. Parnkorn	Kirativarasedt
4. Mr. Priyong	Teerasathian
5. Mr. Pongthep	Vichaikul
6. Mrs. Ravipa	Koekkaivan
7. Mr. Wit	Sangwitayanon
8. Mr. Harit	Rattanaparinyanon

<b>The Audit Committee</b>	
1. Mr. Priyong	Teerasathian
2. RAdm. Pattana	Pibultip
3. Mr. Parnkorn	Kirativarasedt

<b>The Nomination and Remuneration Committee</b>	
1. Mr. Parnkorn	Kirativarasedt
2. Mr. Priyong	Teerasathian
3. Mr. Pongthep	Vichaikul

<b>The Risk Management Committee</b>	
1. Mr. Parnkorn	Kirativarasedt
2. RAdm. Pattana	Pibultip
3. Mr. Priyong	Teerasathian
4. Mr. Pongthep	Vichaikul
5. Mrs. Ravipa	Koekkaivan
6. Mr. Harit	Rattanaparinyanon
7. Mr. Wit	Sangwitayanon

<b>The Corporate Governance and Sustainability Committee</b>	
1. Mr. Parnkorn	Kirativarasedt
2. Mrs. Ravipa	Koekkaivan
3. RAdm. Pattana	Pibultip
4. Mr. Priyong	Teerasathian

Executive Committee	
1. Mr. Pongthep	Vichaikul
2. Mrs. Ravipa	Koekkaivan
3. Mr. Wit	Sangwitayanon
4. Mr. Harit	Rattanaparinyanon
5. Mr. Tirawit	Disphanurat

4. Approved establishment of the joint venture company with Industrial Estate Authority of Thailand (I-EA-T)

Establishment date	Within January 2024
The Company's name	In process
Business type	Operate the business of being an agent for international shipping and maintaining product safety
Registered share capital	10,000,000 baht
Number of shares	100,000 shares
Par value	100 baht
Shareholding	- NCL International Logistics Public Company Limited holds 70% of shares - Industrial Estate Authority of Thailand (I-EA-T) holds 30% of shares
Source of fund	The Company's cash flow
Transaction size	This is not required to report information in accordance with the Notification of the Capital Market Supervisory Board No. TorJor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposition of Assets

5. Approved acquisition of additional shares from other shareholders of Assets Security Company Limited, change of the company's name, amendment and addition of the objectives as details below.

- 1) The Company will purchase 7,503 shares (15 percent) of Assets Security Company Limited (joint venture company) from G Safe Security Company Limited within January 2024 with the shareholding structure and board structure before and after making the transaction as follows:

The Shareholding Structure

Before		After	
Shareholders' name	Shareholding	Shareholders' name	Shareholding
NCL International Logistics Public Company Limited	54.9940 %	NCL International Logistics Public Company Limited	70.00 %
G Safe Security Company Limited	45.0000 %	Admiral Wittawat Sakornsinn	30.00 %
Mr. Thanawut Sudjidsomphote	0.0020 %	-	-
Miss Kanthana Sillapakarn	0.0020 %	-	-
Miss Walaikon Meeyen	0.0020 %	-	-

\*G Safe Security Company Limited 's shareholders are Mr. Pavich Chaithammakorn, Mrs. Wipada Buaphrommat and Mr.

Sophon Vachiranan who are not persons related to the Company according to the notification of connected transactions.

The Board Structure

Before	After
1. Mr. Pongthep Vichaikul (NCL) 2. Miss Pornthip Saelim (NCL) 3. Mrs. Ravipa Koekkaivan (NCL) 4. Mr. Harit Rattanaparinyanon (NCL) 5. Mr. Pavich Chaithammakorn 6. Mr. Peerawat Songtong	1. Mr. Pongthep Vichaikul (NCL) 2. Mrs. Ravipa Koekkaivan (NCL) 3. Mr. Harit Rattanaparinyanon (NCL) 4. Admiral Wittawat Sakornsini
*4 of 6 directors are the representatives of the Company	*3 of 4 directors are the representatives of the Company

2) Change of the company name

Old	New
Assets Security Company Limited	Harmony Intertech Company Limited

3) Change of business type and nature of business

	Old	New
<b>Business type</b>	Personal security activities	Security service
<b>Nature of business</b>	Other service activities to support businesses not classified elsewhere (82990)	Operate an auction business for hire to make things according to all purposes given to individuals, juristic persons, government agencies, and state organizations, Auction to sell products according to all purposes given to individuals, juristic persons, government agencies (2565), equipment purchase and provision

Such transaction is considered to be an acquisition of assets of the Company in according to the Notification of the Capital Market Supervisory Board No. TorJor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposition of Assets (as amended) and Notification of the Board of Governors Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition or Disposition of Assets B.E.2547 (as amended). Therefore, the transaction is not in the condition to disclose information as the Notification of Acquisition or Disposal of Assets.

Acquisition of such assets is not included in the connected transaction. In accordance with the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules for Connected Transactions, dated August 31, 2008 (and as amended) 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 the Connected Transactions, dated November 19, 2003 (as amended). Because the seller is not connected persons of the Company.

Therefore, the Company is obliged to report to be in accordance with the Regulations of the Stock Exchange of Thailand Re: Rules, Conditions and Procedures Governing the Disclosure of Information and Other Acts of a Listed Company.

Please be informed accordingly.

Yours Sincerely,

(Mr. Pongthep Vichaikul)  
Chief Executive Officer