



Ref. No. TFIS 19/2024

June 6, 2024

Re: Connected Transaction

To: The President  
The Stock Exchange of Thailand

As referred notifications, The Board Directors' Meeting of Thai Future Incorporation Public Company Limited (the Company) No.8/2024, which was held on Jun. 6, 2024. resolved for the approval of borrow money from PM GROUPWIDE USA INC., to use as working capital for business operation in a form of short-term loan to working capital requirements with a principal amount USD 2.2 million or approximately THB 81.22 million (calculated from the Siam Commercial Bank's exchange rate as of May 29, 2024. 1USD =36.92 THB) The interest rate is 1.00 percent per annum which is not higher than the short-term interest rate that the Company directly loan from financial institution by issuing a promissory. The period is one year since the dated of receiving the money transferred into the company account.

#### General Description of the Transaction

It is a connected transaction of financial assistance in a form of short-term loan to working capital requirements with a principal amount is USD 2.2 million or approximately THB 81.22 million. (calculated from the Siam Commercial Bank exchange rate as of 29 May 2024, 1 USD = 36.92 THB) The interest rate is 1.00 percent per annum which is not higher than the short-term interest rate that the Company directly loan from financial institution by issuing a promissory note. The period is one year since the dated of receiving the money transferred into the company account and the interest payment is scheduled once a year upon maturity.

#### Date of the Transaction

From June 6, 2024 till June 5, 2025

#### Other Connected Transactions in the Last 6 Months

On May 9, 2024 had approved on extension for financial support in working capital for operation in short-term loan in the principal amount not exceeding THB 200 million during May 9, 2024 till May 8, 2025 from PM Group Co., Ltd. On December 28, 2022 had agreed to enter the lease Agreement of the Company Building with Storm (Thailand) Company Limited during January 1, 2023 to December 31, 2025. The total rent throughout the rental term is THB 11,803,939.20



### **Total Value of Connected Transactions**

The following transaction of the notification of the Capital Market Supervisory Board Tor Jor. 21/2551 regarding the Disclosure of Information and Other Acts of Listed Companies Concerning Connected Transaction B.E. 2003 in financial assistance as value amount less than THB 20 million and lower than 3 percent of Company's net tangible assets.

The company will borrow from PM GROUPWIDE USA INC., the principal amount is approximately THB 81.22 million, the interest rate is 1.00 percent per annual for a year, equivalent to an annual interest value of approximately THB 812,200, whereof all-inclusive other connected transactions in the last 6 months, Therefore, the total connected transaction value is THB 8,295,808.13 (value amount of transaction is less than THB 20 million), equal to 0.38 percent of the Company's net tangible assets as of March 31, 2024 which is higher than 0.03 percent but lower than 3 percent of the Company's net tangible assets. This transaction is hence to be resolved for the approval by the Board of Directors and disclose a reported for this transaction to the Stock Exchange of Thailand

### **Relationship between the Company and PM GROPWIDE USA INC.**

PM Group Company Limited holds 100 percent shares in PM GROUPWIDE USA INC. Mahagitsiri Group holds 100 percent shares in PM Group Co., Ltd., and Mahagitsiri Group holds 14,296,506,402 shares in the Company from total 16,826,223,539 shares at a par value of THB 1 per share, equivalent to 84.97 percent. The Mahagitsiri's Group is therefore considered major shareholders of the Company, Ms. Ausanee Mahagitsiri and Mr. Chalermchai Mahagitsiri currently are director in both PM Group Company and Thai Future Incorporation PCL, there is a director who have common interests in both The Company and PM GROUPWIDE USA INC., 1 person, namely Mr. Chalermchai Mahagitsiri.

The above-board member, who are deem related persons on the connected transaction, Ms. Ausanee Mahagitsiri and Mr. Chalermchai Mahagitsiri, did not attend nor cast their vote on this agenda

### **Collateral to the Loan**

-None-

### **Opinions of the Board of Directors**

The Board of Directors had considered that the Transaction shall benefit the Company to increase working capital for operation. Therefore, the Board of Directors has appropriate that the Company to borrow money from PM GROUPWIDE USA INC. to be used as working capital in the business in the form of a short-term loan. The total principal amount is USD 2.2 million or approximately THB 81.22 million (calculated from the Siam Commercial Bank's exchange rate as of May 29, 2024, 1 USD=36.92 THB). The interest rate is 1.00 percent per annum which is not higher than the short-term interest rate that the Company directly loan from financial institution by issuing a promissory note. The period is one year since the receiving the money transferred into the company account and the interest payment is scheduled once a year upon maturity. Ms. Ausanee Mahagitsiri and Mr. Chalermchai Mahagitsiri who are deem related persons on the connected transaction – did not attend nor cast their vote on this agenda.



**บริษัท ไทยฟิวเจอร์อินคอร์ปอเรชั่น จำกัด (มหาชน)**  
**THAI FUTURE INCORPORATION PUBLIC COMPANY LIMITED**

**A CERTIFIED ISO 9001 / ISO 14001 COMPANY**

**Different opinions from Directors and Members of Audit Committee**

The Audit Committee has an opinion in correspondence with the opinion of the Board of Directors of the Company, and none of the Director has the different opinion or abstention.

Please be informed accordingly,

Sincerely yours,

Signed \_\_\_\_\_

(Ms. Thiparat Pongnares)  
Company Secretary