

27 June 2024

Subject : Disclosure of connected transaction by a subsidiary company
Attention : President
The Stock Exchange of Thailand

Vanachai Group Public Company Limited "VNG" would like to disclose the connected transaction for renting of office between Woodtek International Co., Ltd. (a subsidiary which VNG hold 99.97% of the paid-up shares) and Firstwood Co., Ltd (related company). Transaction details are follows as:

1. The date on which the transaction occurred:

1 July 2024

2. The parties involved:

<u>Name</u>	<u>Relationship with the company</u>
Lessee : Woodtek International Co., Ltd.	a subsidiary company
Lessor : Firstwood Co., Ltd.	same group of major shareholders

3. The general characteristics of the transaction:

Woodtek International Co., Ltd. acquires office building service and rents office area in 1,000 square meters for one year, starting from 1 July 2024 to 30 June 2025 for office building in order to administrate sales and documents of Vanachai's Group with buyers in the country and in overseas, and to administrate with banks and other associated divisions. The rental and service rate is 430 Baht/ square meter/month.

4. The total value of the consideration:

4.1 The total value of transaction.

The rent and service of office at 5,160,000 Baht per year

4.2 Payment term

Paying monthly rental at 430,000 Baht per month

5. Method use in calculation of value:

The rental rate base on the fair market value that valuation by The Valuation & Consultants Co., Ltd.

Assessor : The Valuation & Consultants Co., Ltd.

Method of Valuation : Market Comparison Approach

6. Transaction Volume:

6.1 The above transaction is conformed to related transaction which is the transaction in property leasing for not more than 3 years in middle size in value more than 0.03% but less than 3% of book value of Net Tangible Assets (the reviewed of the consolidated financial statement as at 31 March 2024). Therefore, the company would need to disclose this information to The Stock Exchange of Thailand.

6.2 The transactions of the company and the subsidiary with related persons in the last 6 months are as follows:

6.2.1 The transaction in property leasing for not more than 3 years.

<u>Transaction</u>	<u>Release Date</u>	<u>Value (Baht)</u>	<u>Transaction Size% VS NTA financial statements for the period</u>
1. PV Wood Co., Ltd leases building within the factory from Maeyai Co., Ltd. (1 March 2024 - 28 February 2027)	27 Feb. 2024	52,375,500	0.798% as at 31 Dec. 2023
2. Woodtek International Co., Ltd. leases the office from Firstwood Co., Ltd. (1 July 2024 - 30 June 2025)	27 Jun. 2024	5,160,000	0.081% as at 31 Mar. 2024
3. Vanachai Group Plc. leases the office from Firstwood Co., Ltd. (1 July 2024 - 30 June 2025)	27 Jun. 2024	17,894,880	0.280% as at 31 Mar. 2024
4. Vanachai Woodsmith Co., Ltd. leases warehouse from The Vanachai Group of Companies Co., Ltd. (1 July 2024 - 30 June 2027)	27 Jun. 2024	4,320,000	0.067% as at 31 Mar. 2024
5. Vanachai Woodsmith Co., Ltd. prepares contract in providing services on infrastructure and the sharing areas from The Vanachai Group of Companies Co., Ltd. (1 July 2024 - 30 June 2027)	27 Jun. 2024	1,080,000	0.017% as at 31 Mar. 2024
Total		80,830,380	1.243%

6.2.2 Normal business transaction is not in accordance with market terms and conditions.

<u>Transaction</u>	<u>Release Date</u>	<u>Value (Baht)</u>	<u>Transaction Size% VS NTA financial statements for the period</u>
1. Vanachai Group Public Co., Ltd. and subsidiaries trade with related companies	27 Feb. 2024	3,000,000	0.046% as at 31 Dec. 2023
2. The Vanachai Group of Companies Co., Ltd. has management contract with Vanachai Woodsmith Co., Ltd. (9 May 2024 - 8 Nov. 2024)	8 May 2024	240,000	0.004% as at 31 Dec. 2023
Total		3,240,000	0.050%

7. The detail of board of directors and connected shareholders:

Vanachai Group Public Company Limited (as at 26 June 2024)

<u>List of names</u>		<u>Position</u>	<u>Number of shares</u>	<u>%</u>
1. Mr. Sompop	Sahawat	Chairman	-	-
2. Ms. Yupaporn	Boongate	Vice - Chairman	36,000,000	2.075
3. Mr. Vasun	Jaroenavarat	-	35,999,999	2.075
4. Mr. Wanthana	Jaroennawarat	Managing Director	35,999,999	2.075
5. Mr. Suthep	Chaipattananavich	Director	-	-
6. Mrs. Siriporn	Chaipattananavich	-	36,000,000	2.075
7. Mr. Patta	Sahawat	Director	36,000,000	2.075
8. Ms. Phattra	Sahawat	Director	36,000,000	2.075
9. Mr. Somprasong	Sahavat	Director	36,000,000	2.075
10. Ms. Somjairak	Sahavat	-	36,000,000	2.075
11. Mr. Sittiwat	Sahawat	Director	36,000,000	2.075
12. Ms. Nipapat	Sahawat	-	36,000,000	2.075

Woodtek International Company Limited (as at 26 June 2024)

<u>List of names</u>		<u>Position</u>	<u>Number of shares</u>	<u>%</u>
1. Mr. Sompop	Sahawat	Chairman	1	-
2. Ms. Yupaporn	Boongate	Director	1	-
3. Mr. Vasun	Jaroenavarat	-	1	-
4. Mr. Wanthana	Jaroennawarat	Director	1	-
5. Mr. Suthep	Chaipattananavich	Director	1	-
6. Mrs. Siriporn	Chaipattananavich	-	1	-
7. Mr. Patta	Sahawat	Director	-	-
8. Ms. Phattra	Sahawat	Managing Director	1	-
9. Mr. Somprasong	Sahavat	Director	-	-
10. Mr. Sittiwat	Sahawat	Director	-	-
11. Vanachai Group Public Company Limited			19,993	99.97

Vanachai Intertrading Group Company Limited (as at 26 June 2024)

<u>List of names</u>		<u>Position</u>	<u>Number of shares</u>	<u>%</u>
1. Ms. Yupaporn	Boongate	-	1,150,000	10
2. Mr. Vasun	Jaroenavarat	Director	1,150,000	10
3. Mr. Wanthana	Jaroennawarat	-	1,150,000	10
4. Mrs. Siriporn	Chaipattanavanich	Director	1,150,000	10
5. Mr. Patta	Sahawat	-	1,150,000	10
6. Ms. Phattra	Sahawat	-	1,150,000	10
7. Mr. Somprasong	Sahavat	-	1,150,000	10
8. Ms. Somjairak	Sahavat	Director	1,150,000	10
9. Mr. Sittiwat	Sahawat	-	1,150,000	10
10. Ms. Nipapat	Sahawat	Director	1,150,000	10

The Vanachai Group of Companies Company Limited (as at 26 June 2024)

<u>List of names</u>		<u>Position</u>	<u>Number of shares</u>	<u>%</u>
1. Ms. Yupaporn	Boongate	-	510,000	10
2. Mr. Vasun	Jaroenavarat	Director	510,000	10
3. Mr. Wanthana	Jaroennawarat	-	510,000	10
4. Mrs. Siriporn	Chaipattanavanich	Director	510,000	10
5. Mr. Patta	Sahawat	-	510,000	10
6. Ms. Phattra	Sahawat	-	510,000	10
7. Mr. Somprasong	Sahavat	-	510,000	10
8. Ms. Somjairak	Sahavat	Director	510,000	10
9. Mr. Sittiwat	Sahawat	-	510,000	10
10. Ms. Nipapat	Sahawat	Director	510,000	10

Firstwood Company Limited (as at 26 June 2024)

<u>List of names</u>		<u>Position</u>	<u>Number of shares</u>	<u>%</u>
1. Mr. Sompop	Sahawat	-	1	-
2. Ms. Yupaporn	Boongate	-	1	-
3. Mr. Vasun	Jaroenavarat	Director	1	-
4. Mr. Wanthana	Jaroennawarat	-	1	-
5. Mrs. Siriporn	Chaipattanavanich	Director	1	-
6. Ms. Phattra	Sahawat	-	1	-
7. Mr. Somprasong	Sahavat	-	1	-
8. Ms. Somjairak	Sahavat	Director	-	-
9. Ms. Nipapat	Sahawat	Director	-	-
10. Vanachai Intertrading Group Company Limited			2,449,993	83.05
11. The Vanachai Group of Companies Company Limited			500,000	16.95

8. The commitment of committee and the audit committee (who be VNG's committee with conflict of interest as agreement of list on items 7 without meeting and vote).

The committees have agreed that such item is appropriate since Woodtek International Co., Ltd. (subsidiary) acquires office building service and would like to rent office area to be an office building in order to administrate sales, to administrate documents for Vanachai's Group with the buyers both in the country and overseas, and to administrate with banks and all associated divisions. To process this transaction is appropriate and generates the most benefits. This rental fee rate refers to the market value price, which is appraised by the Valuation & Consultants Co., Ltd., and the price is reasonable.

Please be acknowledged for your information.

Yours Sincerely

(Mr.Wanthana Jaroennawarat)
Director