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27 June 2024

Subject : Subsidiary's information disclosure on connected transactions

To : President

The Stock Exchange of Thailand

Vanachai Group Public Company "VNG" would like to disclose the connected transactions on warehouse leasing and on contract of infrastructure service and sharing areas. These transactions are between Vanachai Woodsmith Company Limited (a subsidiary which VNG hold 99.99% of the paid-up shares) and The Vanachai Group of Companies Company Limited (related company). Details of transactions are as follow:

1. Day Month Year of transactions:

1 July 2024

2. The counterparties:

Name	Relationship between the listed company
Lessee : Vanachai Woodsmith Co., Ltd.	a subsidiary company
Lessor : The Vanachai Group of Companies Co., Ltd.	same group of major shareholders

3. The general characteristics of the transactions:

3.1 Vanachai WoodSmith Co., Ltd. prepares a warehouse lease contract of 1,500 square meters which is the project of DEPOT by VANACHAI of The Vanachai Group of Companies Co., Ltd., located at No. 51, Moo 1, Siri Sothon Road, Tambol Saen Phu Dat, Amphoe Ban Pho, Chachoengsao Province. The lease contract duration is 3 years starting from 1 July 2024 to 30 June 2027 with the purposes of being storage, distribution center, product distribution center with efficiency to customers in the East, and company office.

3.2 Vanachai WoodSmith Co., Ltd. prepares the infrastructure service contract on the lease area (in total of 1,500 square meters) and on the sharing areas (ex. path, corridor, and sharing space within the lease areas). This contract gives benefits in term of company area utilization from the project of DEPOT by VANACHAI of The Vanachai Group of Companies Co., Ltd. where is located at No. 51 Moo 1, Siri Sothon Road, Tambol Saen Phu Dat, Amphoe Ban Pho, Chachoengsao Province. The leasing duration is 3 years from 1 July 2024 - 30 June 2027.

4. The total value of transactions:

4.1 The value of transactions

4.1.1 Rate of warehouse leasing for 3 years contract is Total 4,320,000 Baht  
80 Baht/square meter/month

4.1.2 Rate of infrastructure service and sharing areas for Total 1,080,000 Baht  
3 years contract is 20 Baht/square meter/month

4.1.3 Total leasing and service fees Total 5,400,000 Baht

4.2 Payment term

4.2.1 Warehouse leasing fee per month; 120,000 Baht

4.2.2 Infrastructure service and sharing areas fees per month; 30,000 Baht

5. Criteria to determine the return value:

Costs of leasing fee and all mentioned service fees are from the market value assessed by The Valuation & Consultants Company Limited.

Assessment Company : The Valuation & Consultants Company Limited

Assessment Method : Market Comparison Approach

6. Size of Transaction:

6.1 The above transactions are in accordance with the related transactions in term of property leasing transaction not more than 3 years, middle size and the value more than 0.03% but less than 3% of book value of Net Tangible Assets (referred to the consolidated financial statement review on 31 March 2024). The company, therefore, has 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 Transactions in property leasing 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. 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
3. 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
4. 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
5. 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
Total		80,830,380	1.243%

6.2.2 Normal business transaction 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 November 2024)	8 May 2024	240,000	0.004% as at 31 Dec. 2023
Total		3,240,000	0.050%

7. The list of committees and related 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 Sahawat	Director	36,000,000	2.075
10. Ms. Somjairak Sahawat	-	36,000,000	2.075
11. Mr. Sittiwat Sahawat	Director	36,000,000	2.075
12. Ms. Nipapat Sahawat	-	36,000,000	2.075

Vanachai Woodsmith 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	-	-
3. Mr. Wanthana Jaroennawarat	Director	1	-
4. Mr. Suthep Chaipattananavich	Director	-	-
5. Mr. Patta Sahawat	Director	-	-
6. Ms. Phattra Sahawat	Managing Director	1	-
7. Mr. Somprasong Sahawat	Director	-	-
8. Mr. Sittiwat Sahawat	Director	-	-
9. Vanachai Group Public Company Limited		39,999,997	99.99

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	Sahawat	-	510,000	10
8. Ms. Somjairak	Sahawat	Director	510,000	10
9. Mr. Sittiwat	Sahawat	-	510,000	10
10. Ms. Nipapat	Sahawat	Director	510,000	10

8. The benefits to the company:

1. The warehouse location in the project of DEPOT by VANACHAI of The Vanachai Group of Companies Co., Ltd. (related company) is suitable that can be managed for distribution and to store products. This location can be a distribution center where also has efficiency to distribute company products to each branch in the East.
2. The company can promptly manage the finished products in term of storage, sales and distribution.

9. Observations from the committee and the audit committee:

The committee and the audit committee have recommendation that these transactions are appropriate since Vanachai Woodsmith Co., Ltd. needs to lease a warehouse for storage, sales center, distribution center to customers in the East with efficiency, and company office. Therefore, to process these transactions are suitable which will give the most benefits to the company. In term of rates to set leasing fee and all service fees, these are based on the market price appraised by The Valuation & Consultants Co., Ltd.

Please be informed accordingly.

Yours Sincerely

(Mr.Wanthana Jaroennawarat)  
Director