

(Translation)

No. SorLorNor. 132/2024

August 6, 2024

Subject : Notification of Selling Bangkok Can Manufacturing Co., Ltd. (BCM) shares who is a related party

To : Director and Manager

The Stock Exchange of Thailand

The Board of Directors' Meeting of Crown Seal Public Company Limited ("The Company") No. 3/2024 held on August 6, 2024. Approved for the sale of Bangkok Can Manufacturing Co., Ltd. (BCM) shares to Toyo Seikan Co., Ltd. (TSK) who is a related party as the information to be disclosed to the Stock Exchange of Thailand (SET) as follows;

1. Date of Transaction

The Board of Directors' Meeting of Crown Seal Public Company Limited ("CSC") No. 3/2024 held on August 6, 2024 passed the resolution to approve the selling Bangkok Can Manufacturing Co., Ltd. (BCM) shares of 290,331 shares or 1.61% to Toyo Seikan Co., Ltd. (TSK) who is a related party.

2. Related parties :

Seller : Crown Seal Public Company Limited (CSC)

Purchaser : Toyo Seikan Co., Ltd. (TSK)

Relationship: Major shareholder and the same partial group of directors

3. General characteristics :

Type of transaction : Selling Bangkok Can Manufacturing Co., Ltd. (BCM) shares to the related party. which is in line with the connected transaction according to the announcement of the Capital market Supervisory Board on Rules of the connected transaction, in relation with the assets or service. The sale of such shares is not categorized as a significant one of an acquisition or disposal of assets for listed companies. The size of transaction is calculated by acquisition basis in net tangible assets (NTA) or equivalent to 0.5854% under the Notification of the Capital Market Supervisory Board of Notification of the Board of Directors of the Stock Exchange of Thailand.

4. Details of assets :

Ordinary shares of Bangkok Can Manufacturing Co., Ltd. (BCM)

Type of business : Manufacturer and distributor of Easy open end, 2&3-pieces can

Registered capital : 18,000,000 shares

No. of the sale shares : 290,331 shares

Value per share : 100 Baht/ share

Value of the shares : 29,033,100 Baht

Shares payment : Bank transfer within September 30, 2024

5. **The total value of consideration :**

The ordinary shares of BCM amount of 290,331 shares which CSC sold to TSK amount of 290,331 shares or 1.61%, totaling 29,033,100 Baht as par value.

6. **The total value of consideration :**

Due to BCM has consecutive operating losses, the Company is unable to predict the returns that may be received from this financial asset. Therefore, the Company will sell shares to TSK which is the major shareholder. The investment fund which receive from sell shares, The Company has not plan in additional investment.

7. **Connected parties and relationship :**

7.1 **Bangkok Can Manufacturing Co., Ltd. (BCM):** has the same major shareholder namely Toyo Seikan Co., Ltd. (TSK) with shareholding of 13,177,533 shares or 73.209%.

7.2 **Mr. Motoaki Kiri:** Director of CSC and being President of Nippon Closures Co., Ltd. (NCC), who is the major shareholder of CSC and has the same major shareholder namely Toyo Seikan Group Holdings Co., Ltd. (TSGH).

7.3 **Mr. Tadashi Funahashi:** Director of CSC and being the Executive of NCC, who is the major shareholder of CSC and has the same major shareholder namely TSGH.

7.4 **Mr. Hisatoshi Itsubo:** Director of CSC and being the Executive of NCC, who is the major shareholder of CSC and has the same major shareholder namely TSGH.

7.5 **Mr. Takashi Katsuta:** Director of CSC, President of BCM and being the Executive of TSK, who is the major shareholder of CSC and has the same major shareholder namely TSGH.

7.6 **Mr. Yoshiyuki Nozaki:** Director and the Executive of CSC and being the Executive of NCC, who is the major shareholder of CSC and has the same major shareholder namely TSGH.

8. **Scope of Interest :**

At the Board of Directors Meeting No.3/2024 dated August 6, 2024, Directors who have no interest therein and/or not connected persons considered all above transactions thoroughly in terms of reasonableness, necessities and CSC benefit then concluded that all above connected transactions are reasonable, it is good and the highest benefit for the Company.

Directors who have interest therein and/or connected persons namely, Mr. Motoaki Kiri, Mr. Tadashi Funahashi, Mr. Hisatoshi Itsubo, Mr. Takashi Katsuta and Mr. Yukihiro Nozaki didn't attend this agenda.

9. **The Board of Directors' Opinion**

After considering the reason and necessity, and benefits. Hence, it is appropriate to approve the sale of ordinary shares of BCM as per the details mentioned above. By considering the reason and necessity. The investment has operating loss and the Company did not receive the expected return. The Board of Directors' opinion that the transaction is appropriate, it is a good result and the highest benefit for the Company.

10. Opinions of the Audit Committee and/or Board of Directors differed from the above opinion in the item 9:

- None -

11. Condition of Transaction's Approval

The above transactions are identified as connected transactions with value of 29.03 Million Baht or 0.7138% of net tangible assets which is not categorized as a significant one of an acquisition or disposal of assets for listed companies. The size of transaction is calculated by acquisition basis in net tangible assets (NTA) or equivalent to 0.5854% under the Notification of the Capital Market Supervisory Board of Notification of the Board of Directors of the Stock Exchange of Thailand. All transactions must be approved by the Board of Directors.

In the last six months period, The Board of Directors' Meeting of Crown Seal Public Company Limited No. 2/2024 held on May 9, 2024 passed the resolution to approve the purchase of machine and equipment (Injection mold/ Pilot mold) for supporting the production of CSC from Kanagata (Thailand) Co., Ltd., total value of 1.25 Million Baht or 0.0307% of net tangible assets.

Therefore, the total connected transaction amount in the last six months period including this time would be 30.28 Million Baht or 0.7445% of net tangible assets.

The Board of Directors of CSC has reviewed the information contained herein and hereby certifies that it is accurate and complete in accordance with the rules and regulation of the Stock Exchange of Thailand.

Please be informed accordingly.

Yours sincerely,

(Mr. Opart Dhanvarjor)

President