

Subject Information Regarding Investment in Seashore Data Center and Cloud Services Co., Ltd.
 To Directors and Managers of the Stock Exchange of Thailand

The Board of Directors of PROEN Corp Public Company Limited (the “Company”), during its 5/2024 meeting held on Monday, September 2nd, 2024, unanimously approved the Company's investment in the common shares of Seashore Data Center and Cloud Services Co., Ltd. (“Seashore Data Center”), totaling up to 52,800,000 shares with a par value of 5.00 THB per share, at a price of 5.00 THB per share, amounting to a total investment not exceeding 264 million THB. This represents a 30.00% stake of the total shares in Seashore Data Center. The investment will take place after the Company successfully completes the transaction of selling assets related to the Data Center project, named the OTT DC project, including the fulfillment or waiver of all conditions precedent specified under the asset sale agreement, share purchase agreement, and other related agreements.

The Company will partner with Seashore Data Center by acquiring 30% of its total registered capital from the existing shareholders of Seashore Data Center. The total registered capital of Seashore Data Center is expected to be no more than 880,000,000 THB, equivalent to no more than 176,000,000 shares with a par value of 5.00 THB per share. The Company will purchase up to 52,800,000 common shares of Seashore Data Center from the current shareholder, Magma Holding Company Limited, and/or its assignees, with a total investment not exceeding 264,000,000 THB. The Company intends to use the proceeds from the asset sale to purchase these shares. The Company anticipates completing the transaction within the year 2024.

The details are as follows:

1.	Date of the Transaction	:	September 2 nd , 2024
2.	Seller	:	Magma Holding Company Limited and/or their transferees
3.	General Characteristics of the Transaction	:	Ordinary shares of Seashore Data Center, up to 52,800,000 shares with a par value of 5.00 Baht per share, at a price of 5.00 Baht per share, totaling an investment amount not exceeding 264 million Baht. This represents 30.00% of the total shares of Seashore Data Center after Seashore Data Center completes the capital increase to a total of up to 176,000,000 shares with a par value of 5.00 Baht per share.



4.	Size of the Transaction	:	When calculating the transaction size for the acquisition of assets, it does not meet the criteria for information disclosure as required by the Capital Market Supervisory Board Notification No. TorJor. 20/2008 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets, and the Notification of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition or Disposal of Assets B.E. 2004 (the “Acquisition or Disposal Notification”). The maximum transaction size equals 14.7057%, calculated from the Company’s consolidated financial statements as of June 30, 2024, based on the total value of consideration criteria.
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Details of Magma Holding Company Limited

List of Shareholders of **Magma Holding Company Limited** as of September 2nd, 2024

No.	Name - Surname	Number of Shares	Percentage (%)
1	Veritas Data Centre Company Limited ^{/1}	100	100.00
	Total		100.00

List of Directors of **Magma Holding Company Limited** as of September 2nd, 2024

No.	Name - Surname	Position
1	Mr. Mohamed Habib Mohamed Ali Kokar	Director

^{/1} Veritas Data Centre Company Limited

List of Directors of **Veritas Data Centre Company Limited** as of September 2nd, 2024

No.	Name - Surname	Number of Shares	Percentage (%)
1	Mr. Hussain Ali Habib Sajwani	100	100.00
	รวม		100.00

List of Directors of **Veritas Data Centre Company Limited** as of September 2, 2024

No.	Name - Surname	Position
1	Mr. Akil Mohamed Jawad Habin Jaffer Ali	Director



Relevant Counterparties and Their Relationship with the Company

Buyer	:	PROEN CORP Public Company Limited
Seller	:	Magma Holding Company Limited and/or their transferees
Acquired Assets	:	Ordinary shares of Seashore Data Center, up to 52,800,000 shares with a par value of 5.00 Baht per share, representing 30.00% of the total shares of Seashore Data Center after Seashore Data Center completes the capital increase to a total of up to 176,000,000 shares with a par value of 5.00 Baht per share.
Relationship with the Buyer and Seller	:	The Company and the Buyer have no relationship that would be considered as connected persons under the Notification of the Capital Market Supervisory Board No. Torjor 21/2008 Re Rules on Connected Transactions dated August 31, 2008 (and its amendments), and the Notification of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning Connected Transactions B.E. 2003 dated November 19, 2003 (and its amendments)

Capital Structure Proportions Before and After the Transaction of Seashore Data Center and Cloud Services Co., Ltd.

No.	List of Shareholders	Before the Transaction				After the Transaction	
		22 Aug 24		2 Sep 24		2 Sep 24	
		Number of Shares Before Capital Increase	Percentage (%)	Number of Shares After Capital Increase	Percentage (%)	Number of Shares After Capital Increase	Percentage (%)
1	Magma Holding Company Limited	19,999	99.995	175,973,600	99.985	123,191,200	69.995
2	Astral Star Holding Company Limited	1	0.005	8,800	0.005	8,800	0.005
3	PROEN CORP Public Company Limited	0	0.000	0	0.000	52,800,000	30.000
	Total	20,000	100.000	176,000,000	100.000	176,000,000	100.000



Benefits of the Joint Venture:

1. **Access to International Customers and Market Expansion** The joint venture will enable the company to reach international customers and expand into regions with high demand for Data Center services, particularly in areas where Cloud Computing and online services are still growing.
2. **Enhanced Credibility and Image** Being part of a reputable brand will increase the company's credibility in the eyes of customers and business partners, as it demonstrates the ability to provide stable and highly efficient services.
3. **Increased Business Opportunities and Revenue:** By gaining access to new customers and markets, the company can boost its revenue from Data Center services and create further opportunities for business expansion in the future, such as Network Services, Internet Services, Cloud Native Services, and Security Services.

The Company hereby certifies that the information in this report is accurate and complete in all respects.

Please be informed accordingly

Yours sincerely,



(Mr. Kittipan Sri-Bua-lam)

Chairman of the Executive Board

