

NO.SONIC-025/2024

November 8, 2024

Subject: Notification of the establishment of a Subsidiary Company and investment in a Subsidiary Company

To: President
The Stock Exchange of Thailand

With reference to Sonic Interfreight Public Company Limited (“**Company**”) Board of Directors meeting No. 5/2024 held on November 8,2024 and Board of Management meeting No. 10/2024 held on October 22, 2024, at the company meeting room, No. 79/349-350, 1st-2nd floor, Sathu Pradit Road, Chong Nonsi Subdistrict, Yan Nawa District, Bangkok 10120. The resolutions approved the actions to establish a subsidiary and invest in the subsidiary with the following details:

Establishment of subsidiary companies

SONIC Utilities and Power Co.,Ltd. (“SONIC Utilities and Power”)

The amount of common stock invested	10,000 shares
Value of investment (100 Baht per share)	1,000,000 Baht
Shareholding proportion	The Company holds 100 % of the registered capital
Connected characteristics	This transaction is not a connected transaction with the Notification of the Capital Market Supervisory Board No. TorJor.21/2551
The size of the Asset Acquisition	Maximum Transaction size based on the total value of the consideration 0.05% of total assets of the Company. Based on the consolidation financial statement of the Company as of September 30, 2024
Details of “SONIC Utilities and Power”	
Type of business	Utilities and Power
Registered Capital and Paid-up Capital	
➤ Registered Capital and Paid-up Capital	1,000,000 Baht
➤ Ordinary shares	10,000 shares
➤ Par value	100 Baht per share
Status of “SONIC Utilities and Power”	Direct subsidiary company

Board of Directors

Mr.Santisuk Kosiarpnan (Representative of Sonic Interfreight Public Company Limited)

The objective of investment

To expand the Company's business into (1) the public utilities sector and (2) the energy sector.

Source of Capital

Capital circulated from business operation

2. Change in Shareholding Proportion in the Subsidiary

Company Name: Sonic Autologis Co., Ltd. (“Sonic Autologis”)

As previously announced to the Stock Exchange of Thailand on August 14, 2023, regarding the establishment of a new subsidiary, the Company would like to inform you of the changes in the investment amount, investment proportion, and the Board of Directors as follows:

	Before	After
The amount of common stock invested	340,000 shares	300,000 shares
Value of investment (100 Baht per share)	34,000,000 Baht	30,000,000 Baht
Shareholding proportion	The Company holds 85 % of the registered capital	The Company holds 100 % of the registered capital
Connected characteristics	This transaction is not a connected transaction with the Notification of the Capital Market Supervisory Board No. TorJor.21/2551	This transaction is not a connected transaction with the Notification of the Capital Market Supervisory Board No. TorJor.21/2551
The size of the Asset Acquisition	Maximum Transaction size based on the total value of the consideration 2.20% of total assets of the Company. Based on the consolidation financial statement of the Company as of June 30, 2024	Maximum Transaction size based on the total value of the consideration 1.40% of total assets of the Company. Based on the consolidation financial statement of the Company as of September 30, 2024

	Before	After
Structure of shareholding "Sonic Autologis"	1. Sonic Interfreight Public Co., Ltd. % of registered capital 85% 2. Mr.Panuwat Prathumsri % of registered capital 10% 3. Mr.Puripak Ngacharoenkul % of registered capital 5%	1. Sonic Interfreight Public Co., Ltd. % of registered capital 100%
Board of Directors	1. Mr.Santisuk Kosiarpnan (Representative of Sonic Interfreight Public Company Limited) 2. Mr.Vuttichai Suriyavorawong (Representative of Sonic Interfreight Public Company Limited) 3. Mr.Panuwat Prathumsri (shareholders)	1. Mr.Santisuk Kosiarpnan (Representative of Sonic Interfreight Public Company Limited)

The objective of investment

The investment aims to expand the market, increase market share, and enhance competitive capability.

Source of Capital

The funds will be sourced from the Company's working capital.

3. Capital Increase of the Subsidiary

Company Name: Sonic Green Power Co., Ltd. ("Sonic Green Power")

Details of the capital increase, in proportion to the Company's existing shareholding of 60%, are as follows:

Capital Increase Date	within June 2025
Objective	To be used as investment capital for acquiring stakes in the target company.

Registered Capital	<p>Before the Capital Increase</p> <p>50,000,000 Baht(Fifty Million Baht)</p> <p>Divided into 500,000 ordinary shares (Five Hundred thousand shares)</p> <p>Ordinary shares at a per value 100 Baht (One hundred Baht).</p> <p>After the Capital Increase</p> <p>100,000,000 Baht(One Hundred Million Baht)</p> <p>Divided into 1,000,000 ordinary shares (One Million shares)</p> <p>Ordinary shares at a per value 100 Baht (One hundred Baht).</p>
The source of funds to be used for the capital increase	Investment from existing shareholders
Size of Transaction	The maximum transaction size, calculated based on the total consideration, is 1.97%, as determined from the financial statements for the period ended September 30, 2023. This calculation is based on Sonic Green Power 's investment in the target company, which exceeds the investment amount in proportion to Soni Interfreight's investment in Sonic Green Powery.
Connected Nature	This transaction is not considered a connected transaction under the Securities and Exchange Commission (SEC) Notification No. TorJor. 21/2551.

The acquisition of assets during the past 6 months of the Company as follows:

No	Transaction the company and sub company implemented with the associated company	Value (Million Baht)	Acquisition Size (Percentage) according to the Consolidated Financial Statements as of September 30, 2024.	Board Meeting Date
1	Total acquisition of assets within 6 months, including the acquisition of land and warehouse buildings from Yungkee Group Co., Ltd.	198.28	9.23%	July 10 ,2024
2	Sonic Green Power Company Limited acquisition of shares in AAE-BIG Joint Venture Company Limited ("A&B") and PES-ERS Joint Venture Company Limited ("P&E")	50.00	2.33%	July 10 ,2024 and August 15, 2024
3	Approved the investment in Sonic Autologis Company Limited	30.00	1.40%	November 8 ,2024
4	Capital increase of Green Power Co., Ltd. (a subsidiary) to invest in shares of Tiger Solar 2 Co., Ltd, Tiger Solar 3 Co., Ltd and Tiger Solar 5 Co., Ltd	42.41	1.97%	November 8 ,2024 (Notification to the Stock Exchange on the signing of the share purchase agreement.)
5	Approved the investment in SONIC Utilities and Power Co.,Ltd	1.00	0.05%	November 8 ,2024
	รวม	321.69	14.98%	

The establishment of a new subsidiary is not included in the connected transaction. In accordance with the Notification of the Capital Market Supervisory Board No.TorJor. 21/2551 Re: Rules for Connected Transaction, dated August 31, 2008 (as amended) and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of information and Other Acts of Listed Companies Concerning the Connected Transaction, date November 19, 2003 (as amended)



However, the Company is obliged the report investment to be in accordance with the Regulations of the Stock Exchange of Thailand Re: Rules, Conditions and Procedure Governing the Disclosure of Information and Other Acts of a Listed Company, as this is the case where the Company acquisition an investment in another company which results in that other company becoming a subsidiary of the Company.

Please be informed accordingly.

Sincerely Yours,

Sonic Interfreight Public Company Limited

-Signed-

Dr. Santisuk Kosiarpnanant
Chief Executive Officer

-Signed-

Mr. Runut Lieolertsakulchai
Director