



บริษัท เอ็กซ์ไบโอไซน์เฮนซ์ จำกัด (มหาชน)
 304 อาคารวานิช เฟลซ อารีย์ (อาคารA) ชั้นที่ 18 ห้อง
 เลขที่ 1803-1806 ถนนพหลโยธิน แขวงสามเสนใน
 เขตพญาไท กรุงเทพมหานคร 10400
 โทรศัพท์ 02 278 5456 www.xbio.co.th

X BIOSCIENCE PUBLIC COMPANY LIMITED
 304 VANIT PLACE AREE TOWER (TOWER A), ROOM
 NO.1803-1806, 18 FLOOR, PHAHON YOTHIN ROAD,
 SAMSEN NAI, PHAYA THAI, BANGKOK 10400
 Tel. 02 278 5456 www.xbio.co.th

Ref. XBIO-AD029/2026

April 20, 2026

Subject: The acquisition of a new indirect subsidiary
 To: President
 The Stock Exchange of Thailand

With reference to the resolution of the Board of Directors' Meeting No. 17/2025 of X Bioscience Public Company Limited (the "Company") held on 22 December 2025, the board approved the acquisition of shares in Hoshi Company Limited ("Hoshi"), which operates an "Omakase" restaurant, a premium yet accessible dining concept offering food and beverages of all types by Food Holding Co., Ltd., a subsidiary of the Company.

This acquisition involves 70,000 ordinary shares, representing 100% of Hoshi's total issued shares, from the existing shareholders: (1) Mr. Sakda Khuntia and (2) Mr. Thongkam Manasilapapan, who are not connected persons of the Company and who has no relationship or affiliation with the Company, at a price of 142.8571 Baht per share, with a total transaction value of Baht 10,000,000.00, which is fully paid-up. As a result of this share acquisition, Hoshi will become an indirect subsidiary of the Company. The details are as follows:

The date the transaction was completed	January 6, 2025				
The name of the new indirect subsidiary	Hoshi Company Limited				
Registered capital	7,000,000 Baht, divided into 70,000 common shares with a par value of 100 Baht per share				
Paid-up capital	7,000,000 Baht				
Shareholder structure	List of shareholders	Before the transaction		After the transaction	
		Number of shares	Percentage	Number of shares	Percentage
	1. Mr. Sakda Khuntia	51,100	73	-	-
	2. Mr. Thongkam Manasilapapan	18,900	27	-	-
	3. Food Holding Co., Ltd.	-	-	70,000	100
	Total	70,000	100	70,000	100



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Business operations	Engaged in the restaurant business, selling food and beverages of all types under the name "Koko Japanese Restaurant," located at No. 54 Sathorn Road, Silom Subdistrict, Bang Rak District, Bangkok 10500, Thailand.
Total board structure: 2 members	<ol style="list-style-type: none"> Miss Saowanee Khaoubol (Representatives from the company) Mr. Phurit Wongkham (Representatives from the company)
Purpose of the investment	<ol style="list-style-type: none"> To expand the customer base and increase opportunities to generate revenue through various marketing activities. To support business expansion according to goals, help restore growth, and enhance the long-term potential of the company.
Investment amount	Registered capital of Baht 10,000,000.00, with a par value of Baht 100.00 per share, fully paid.
Source of funding	Source of funds: Loans from external parties and/or capital increase in Food Holding Company Limited, a subsidiary of X Bioscience Public Company Limited.

The aforementioned transaction qualifies as an asset acquisition by the company according to the Securities and Exchange Commission's (SEC) Notification No. Tor Jor. 2 0 /2 5 5 1 regarding the criteria for significant transactions involving asset acquisition or disposal (including any amendments) and the Notification of the Securities and Exchange Commission regarding the disclosure of information and practices of listed companies in asset acquisition or disposal transactions, B.E. 2 5 4 7 (including any amendments) (collectively referred to as the "Asset Acquisition or Disposal Notification"). The maximum transaction size is 1.26% based on the total value of consideration (the total investment amount, 10,000,000 Baht), which is the highest transaction size calculated from the company's financial statements, audited by an authorized auditor, as of September 30, 2025. Since the transaction size is less than 15 % , it does not meet the criteria for disclosure under the Asset Acquisition or Disposal Notification. Additionally, the company has not engaged in any asset acquisition transactions under the Asset Acquisition or Disposal Notification in the past 6 months. Therefore, this transaction does not qualify as one that requires disclosure under the Asset Acquisition or Disposal Notification.



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Furthermore, the aforementioned transaction does not meet the criteria for related party transactions according to the criteria outlined in the SEC's Notification No. Tor Jor. 21/2551 regarding the criteria for related party transactions, dated August 31, 2008 (and as amended), and the Notification of the Securities and Exchange Commission regarding the disclosure of information and practices of listed companies in related party transactions, B.E. 2546, dated November 19, 2003 (and as amended).

However, the company is required to report the acquisition of an indirect subsidiary according to the regulations of the Stock Exchange of Thailand (SET) regarding the criteria, conditions, and procedures for the disclosure of information and operations of listed companies (including amendments), as this transaction involves an investment in another company, resulting in that company becoming an indirect subsidiary of the listed company.

Please be informed accordingly.

Sincerely yours,

X Bioscience Public Company Limited

-signed-

(Miss Saowanee Khaubol)

Acting Chief Executive Officer / Deputy Chief Executive Officer

Vice Chairman of the Board of Directors