



No. CS-69-027

12 May 2026

Subject Notification of the Resolution of the Board of Directors' Meeting regarding the Approval of a Connected Transaction for the Acquisition of Land from Mr. Prakit Prasitsupaphol, a Connected Person for the Investment in a Crude Palm Oil Extraction Plant Project in Surat Thani Province

To: President
The Stock Exchange of Thailand

Whereas the Meeting of the Board of Directors of Petchsrivichai Enterprise Public Company Limited (the "Company" or "PCE") No. 2/2026, convened on 12 May 2026, resolved to approve the entry into a connected transaction relating to the acquisition of land from Mr. Prakit Prasitsupaphol, who is a connected person of the Company. The land acquisition is intended for the investment in and construction of a crude palm oil extraction plant with a production capacity of approximately 75 tons of fresh fruit bunches per hour. The Company estimates that the total investment value of the project will not exceed THB 779 million. In this regard, the investment in such project will be undertaken through Ocean Palm Co., Ltd. ("OCP"), a subsidiary in which the Company holds 100 percent of the issued and paid-up share capital.

The acquisition of such land constitutes a connected transaction of significant size pursuant to the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules on Connected Transactions dated 31 August 2551 (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 Connected Transactions B.E. 2546 (as amended) (collectively, the "Notifications on Connected Transactions"). The key details of the transaction are as follows:

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**Information Memorandum concerning the Connected Transaction relating to the Acquisition of Land
from Mr. Prakrit Prasitsupaphol, a Connected Person,
for the Investment in a Crude Palm Oil Extraction Plant Project in Surat Thani Province
Petchsrivichai Enterprise Public Company Limited**

1. Date of the Transaction

The Company will enter into the transaction for the acquisition of land and the investment in the construction of a crude palm oil extraction plant following the approval by the Meeting of the Board of Directors No. 2/2026, which was convened on 12 May 2026.

2. Related Parties

Seller: Mr. Prakrit Prasitsupaphol

Purchaser: Ocean Palm Co., Ltd. (“OCP”)

Relationship between the Parties: Mr. Prakrit Prasitsupaphol is a director of OCP and is also a director and shareholder of Petchsrivichai Enterprise Public Company Limited (the “Company”). Therefore, he is deemed to be a connected person pursuant to the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules on Connected Transactions.

3. Details of the Connected Person

Mr. Prakrit Prasitsupaphol and Ocean Palm Co., Ltd. (“OCP”) have common shareholders and directors as follows:

Directors/Shareholders	⁽¹⁾ Petchsrivichai Enterprise Public Company Limited (Shareholder of Ocean Palm Co., Ltd. (“OCP”) holding 100% of the shares)
Mr. Prakrit Prasitsupaphol	Director / Executive Director / Shareholder holding 2.7% of the Company
Ms. Kanyakorn Prasitsupaphon	Director / Executive Director/ Shareholder holding 2.55% of the Company
Mr. Pornpipat Prasitsupaphol	Director / Executive Director/ Shareholder holding 1.65 % of the Company
Mr. Kittipon Prasitsupaphol	Director / Executive Director/ Shareholder holding 1.09% of the Company

Remark: ⁽¹⁾ Petchsrivichai Enterprise Public Company Limited is the major shareholder of Ocean Palm Co., Ltd. (“OCP”), holding 100% of its shares.

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4. General Characteristics of the Transaction

Type of Asset: 46 plots of land with a total area of 333 Rai, 1 Ngan, and 89 Square Wa

Details of the Assets:

No.	Title Deed No.	Land No.	Survey Page No.	Land Area		
				Rai	Ngan	Square Wa
1	4705	205	1202	1	2	32
2	4706	204	1203	2	1	58
3	4707	202	1204	2	1	17
4	4708	203	1205	2	2	98
5	4718	172	1222	1	2	30
6	4719	235	1224	3	1	36
7	4720	182	1225	3	2	53
8	4721	189	1226	11	1	50
9	4722	180	1227	10	3	48
10	4723	181	1228	5	3	54
11	4729	234	1235	5	3	52
12	4730	17	1236	5	2	16
13	4731	18	1237	5	3	42
14	4732	19	1238	5	2	5
15	4733	20	1239	7	0	55
16	4734	21	1240	40	1	38
17	4735	22	1241	3	3	71
18	4736	23	1242	17	0	15
19	4737	13	1243	9	1	77
20	4738	14	1244	11	1	49
21	4739	9	1245	4	0	17
22	4740	12	1246	4	3	93

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No.	Title Deed No.	Land No.	Survey Page No.	Land Area		
				Rai	Ngan	Square Wa
23	4741	11	1247	5	1	54
24	4742	10	1250	10	2	63
25	4743	16	1251	7	1	0
26	4744	15	1252	7	2	26
27	4745	6	1253	5	1	24
28	4746	7	1257	3	2	17
29	4747	8	1258	4	0	27
30	4748	233	1259	3	3	82
31	4767	5	1248	8	2	42
32	4768	4	1249	11	2	12
33	4769	3	1254	6	0	86
34	4770	2	1256	1	1	23
35	4771	190	1260	10	1	49
36	4772	194	1263	1	3	59
37	4913	197	1206	6	1	99
38	4914	196	1207	5	0	58
39	4915	192	1208	9	3	19
40	4916	188	1209	6	2	53
41	4917	183	1210	15	0	59
42	5616	27	1	8	1	32
43	5617	26	2	2	2	69
44	5618	24	3	6	2	33
45	5619	25	4	5	3	98
46	9194	236	1161	12	0	99

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- Location** : Moo 5 Chang Khwa Subdistrict, Kanchanadit District, Surat Thani Province
- Location Characteristics** : The land is situated adjacent to the Krabi–Khanom Highway (Highway No. 44) at Kilometer 122+600. The surrounding area is generally utilized for agricultural and residential purposes. The land comprises a large contiguous area that is suitable and sufficient to accommodate the proposed project development.
- Nature of Ownership** : Freehold ownership
- Consideration Value** : THB 380,000 per rai, with a total consideration value of THB 126,720,000
- Payment Terms** : The purchaser shall make full payment in cash on the date of transfer of ownership.
- Expropriation** : As of the inspection and survey date, and based on verification with the relevant governmental authorities, no expropriation notification or announcement affecting the land has been identified.
- Encumbrances** : The land is currently mortgaged as collateral with Krung Thai Bank Public Company Limited.
- Conditions Precedent** : The seller shall procure that the assets are released from all mortgages, obligations, encumbrances, and any other liabilities whatsoever, and shall ensure that the assets are ready for transfer of ownership to the purchaser.
- Pricing Basis** : The transaction price has been determined with reference to the appraisal value assessed by one an independent appraiser approved by the Securities and Exchange Commission Thailand in accordance with the relevant notification of the Office of the Securities and Exchange Commission.

Details of the Appraisal by the Independent Appraiser are as follows:

Appraiser	Appraisal Date	Valuation Method	Appraised Value
Sims Property Consultants Co., Ltd	27 April 2026	Market Comparison Approach	THB 126,720,000

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5. Total Value of the Transaction and Transaction Size

Connected Transaction	Calculation Details	Transaction Size
Acquisition of land	$\frac{(126,720,000 \times 100)}{5,078,651,842}$	2.50%

Remark: Reference has been made to the consolidated financial statements of the Company for the three-month period ended 31 March 2026.

The acquisition of the aforementioned land from Mr. Prakrit Prasitsupaphol constitutes a significant connected transaction pursuant to the Notifications on Connected Transactions under the category of transactions relating to assets or services. The transaction size is equivalent to 2.50% of the Company’s net tangible assets (“NTA”), based on the consolidated financial statements of the Company for the three-month period ended 31 March 2026. Accordingly, the transaction is classified as a medium-sized transaction, having a transaction size exceeding 0.03% but not exceeding 3.00% of the Company’s net tangible assets.

6. Basis for Determining the Total Value of the Transaction

The acquisition of land from Mr. Prakrit Prasitsupaphol has a total transaction value of THB 126,720,000. The Company determined the purchase price of the land based on consideration of the asset value, terms, and pricing, which were negotiated and agreed upon between the parties on a reasonable basis. The purchase price was referenced to an appraisal conducted by an external independent appraiser, being an appraisal company recognized in the Thai capital market, which assessed and compared the land value with prevailing market prices. In addition, the Company conducted a survey of nearby land areas in order to obtain comparable market information for consideration of the appropriateness of the transaction terms and the fairness of the purchase price.

7. Source of Funds for Land Acquisition

Pursuant to the land sale and purchase agreement, the consideration of THB 126,720,000 shall be paid in cash. Based on the review of the Company’s consolidated financial statements for the three-month period ended 31 March 2026, the Company believes that it will continue to have sufficient working capital to support its business operations following the acquisition of the land.

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8. Benefits Expected to be Received by the Company

The Company will gain long-term stability in the utilization of land for its business operations and investment activities. The acquisition will enable the Company to efficiently plan the development and construction of fixed assets, reduce risks associated with fluctuations in land prices in the future, and effectively manage investment and operating costs.

9. Directors Having Interests and/or Connected Directors Who Did Not Attend the Meeting and Had No Voting Rights at the Meeting

The Board of Directors' Meeting No. 2/2026, held on 12 May 2026, during the agenda to consider a connected transaction regarding assets or services, specifically the acquisition of land from Mr. Prakrit Prasitsupaphol, who has an interest in this transaction, there were 9 directors attending the meeting. Mr. Prakrit Prasitsupaphol, as an interested director, abstained from voting and temporarily left the meeting during the consideration of this agenda. Additionally, 3 other directors, namely Miss Kanyakorn Prasitsupaphon, Mr. Pornpipat Prasitsupaphol, and Mr. Kittipon Prasitsupaphol, attended the meeting but did not exercise their voting rights on this agenda in order to allow the meeting to consider the matter independently.

10. Opinion of the Board of Directors

The Meeting of the Board of Directors (excluding the interested directors) has carefully considered the aforementioned transaction and is of the opinion that the transaction is appropriate in terms of pricing, conditions, necessity, and the benefits expected to be received by the Company, as compared to the acquisition of land from unrelated third parties.

11. Opinion of the Audit Committee

The Audit Committee has no opinion differing from that of the Board of Directors.

The investment in the construction of a crude palm oil extraction plant located in Surat Thani Province is an investment intended to generate long-term benefits for the Company and its shareholders, as the Company operates in the palm oil products business, which is in line with the Company's strategic direction. In addition, such investment will help reduce production costs, lessen dependence on the procurement of crude palm oil from external sources, and strengthen the stability of the Company's value chain.

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The total investment value of the project is THB 779,000,000 comprising land acquisition expenses, machinery and equipment costs, building construction costs, and office equipment costs. The construction contractor is not a connected person. The transaction size is equivalent to 10.96% of the Company's total assets, which is classified as a small-sized acquisition of assets transaction with a value of less than 15% of the Company's total assets. Accordingly, the Company is not required to disclose information relating to such transaction to The Stock Exchange of Thailand.

Please be informed accordingly.

Yours faithfully,

-Prakit Prasitsupaphol-

(Mr. Prakit Prasitsupaphol)

President & Chief Executive Officer

Petchsrivichai Enterprise Public Company Limited

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