

MMM-CS-2569-017

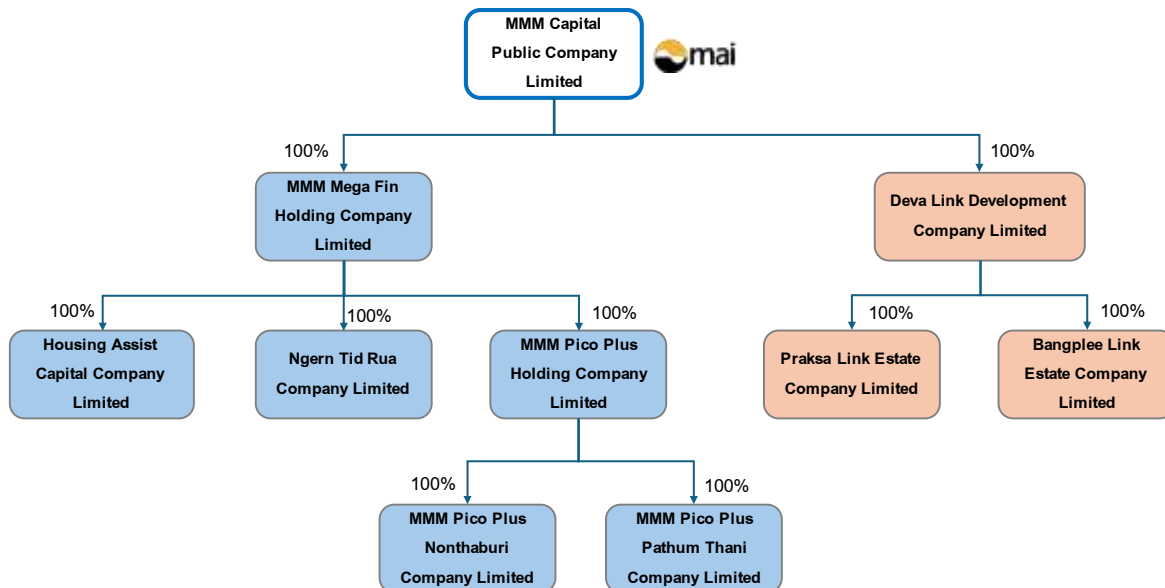
8 May 2026

Subject Notification of the Establishment of a Subsidiary

To President

The Stock Exchange of Thailand

The Board of Directors' Meeting No. 3/2026 of MMM Capital Public Company Limited (the "Company" or "MMM"), held on 8 May 2026, resolved to approve the establishment of Deva Link Development Company Limited ("Deva link Development Co., Ltd.") as a subsidiary of the Company to engage in real estate development for sale. The Meeting also approved Deva Link Development Company Limited to establish Praksa Link Estate Company Limited ("Praksa Link Estate Co.,Ltd.") and Bangplee Link Estate Company Limited ("Bangplee Link Estate Co., Ltd.") as subsidiaries to support the Company's business expansion and strengthen the growth of its core business. The key details are as follows:



Remarks:

- 1/ The Board of Directors' Meeting No. [1]/2026, held on 5 February 2026, resolved to approve the establishment of MM M Mega Fin Holding Company Limited (“MMM Mega Fin Holding”) to engage in a holding company business investing in companies operating microfinance businesses secured by real estate collateral. The Meeting also approved MMM Mega Fin Holding to establish its subsidiaries, details of which are illustrated above. At present, the Company has completed the registration of the establishment of MMM Mega Fin Holding.

- 2/ The Board of Directors' Meeting No. [2]/2026, held on 30 March 2026, resolved to approve MMM Mega Fin Holding to establish Housing Assist Capital Company Limited (“Housing Assist Capital Co., Ltd.”) as a subsidiary to provide mortgage-backed loans for the purchase of real estate to retail customers with repayment potential. The Company is currently in the process of establishing such subsidiary.

Establishment of Deva link Development Company Limited:

(1) Deva link Development Company Limited

Name of the Newly Established Subsidiary	Deva link Development Company Limited (“ Deva link Development Co., Ltd.”) DEVA LINK DEVELOPMENT COMPANY LIMITED		
Expected Date of Establishment	Within the third quarter of 2026		
Registered Capital	Registered capital of Baht 25.00 million, divided into 0.25 million ordinary shares with a par value of Baht 100 per share.		
Shareholding Structure	There are three shareholders, as follows:		
	There are three shareholders, as follows:	Number of Shares	%
	(1) MMM Capital Public Company Limited	249,998	99.9992
	(2) Mr. Suriya Wongsitthichaikul	1	0.0004
	(3) Ms. Nicha Rojwatthana	1	0.0004
Names of Directors	1) Mr. Suriya Wongsitthichaikul 2) Ms. Nicha Rojwatthana 3) Mr. Kawin Ananpatanakul		
Directors with Signing Authority	Ms. Nicha Rojwatthana or Mr. Suriya Wongsitthichaikul jointly with Mr.Kawin Ananpatanakul, any two of whom shall jointly sign and affix the Company's seal.		



MMM CAPITAL

MMM Capital Public Company Limited

89/2 Amornphan 205 Tower 1,6 floor Soi Natong, Ratchadaphisek Rd., Dindaeng

District, Bangkok 10400

Source of Funds	Working capital of the Company
Objective of the Establishment	To support the Company's business expansion.
Business Description	To engage in real estate development for sale.
Expected Commencement of Commercial Operations	Within the year 2028

Establishment of Subsidiaries under Deva link Development Company Limited :

(1) Praksa Link Estate Company Limited

Name of the Newly Established Subsidiary	Praksa Link Estate Company Limited ("Praksa Link Estate Co., Ltd.") PRAKSA LINK ESTATE COMPANY LIMITED		
Expected Date of Establishment	Within the third quarter of 2026		
Registered Capital	Registered capital of Baht 15.00 million, divided into 0.15 million ordinary shares with a par value of Baht 100 per share.		
Shareholding Structure	There are three shareholders, as follows:		
	There are three shareholders, as follows:	Number of Shares	%
	(1) Devalink Development Company Limited	149,998	99.9986
	(2) Mr. Suriya Wongsitthichaikul	1	0.0007
	(3) Ms. Nicha Rojwatthana	1	0.0007
Names of Directors	1) Mr. Suriya Wongsitthichaikul 2) Ms. Nicha Rojwatthana 3) Mr. Kawin Ananpatanakul		
Directors with Signing Authority	Ms. Nicha Rojwatthana or Mr. Suriya Wongsitthichaiku jointly with Mr.Kawin Ananpatanakul, any two of whom shall jointly sign and affix the Company's seal.		
Source of Funds	Working capital of the Company		
Objective of the Establishment	To support the Company's business expansion.		

**MMM CAPITAL****MMM Capital Public Company Limited**

89/2 Amornphan 205 Tower 1,6 floor Soi Natong, Ratchadaphisek Rd., Dindaeng

District, Bangkok 10400

Business Description	The development of real estate for sale in the Praeksa area, Samut Prakan Province.
Expected Commencement of Commercial Operations	Within the year 2028

(2) Bangplee Link Estate Company Limited

Name of the Newly Established Subsidiary	Bangplee Link Estate Company Limited (“ Bangplee Link Estate Co., Ltd. ”) BANGPLEE LINK ESTATE COMPANY LIMITED		
Expected Date of Establishment	Within the third quarter of 2026		
Registered Capital	Registered capital of Baht 10.00 million, divided into 0.10 million ordinary shares with a par value of Baht 100 per share.		
Shareholding Structure	There are three shareholders, as follows:		
	There are three shareholders, as follows:	Number of Shares	%
	(1) Devalink Development Company Limited	99,998	99.9980
	(2) Mr. Suriya Wongsitthichaikul	1	0.0010
	(3) Ms. Nicha Rojwattana	1	0.0010
Names of Directors	1) Mr. Suriya Wongsitthichaikul 2) Ms. Nicha Rojwattana 3) Mr. Kawin Ananpatanakul		
Directors with Signing Authority	Ms. Nicha Rojwattana or Mr. Suriya Wongsitthichaikul jointly with Mr.Kawin Ananpatanakul, any two of whom shall jointly sign and affix the Company’s seal.		
Source of Funds	Working capital of the Company		
Objective of the Establishment	To support the Company’s business expansion.		
Business Description	The development of real estate for sale in the Bang Phli area, Samut Prakan Province.		
Expected Commencement of Commercial Operations	Within the year 2028		

As the newly established subsidiaries are currently in the process of organizational preparation and selection of suitable project locations, the Company currently has no investment obligations other than the registered capital as disclosed above, and there is presently no revenue projection from project sales. In this regard, the Company will strictly comply with the disclosure requirements of the Stock Exchange of Thailand should any subsidiary enter into any significant real estate development agreement in the future.

The establishment of the subsidiaries does not constitute a connected transaction under the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules on Connected Transactions (as amended) and the Notification of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning Connected Transactions B.E. 2546 (2003) (as amended).

However, the establishment of such subsidiaries is considered an acquisition of assets transaction pursuant to the Notification of the Capital Market Supervisory Board No. TorJor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets (as amended) and the Notification of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Assets B.E. 2547 (2004) (as amended).

The value of the establishment of the subsidiary in this transaction amounts to THB 25.00 million. When calculating the transaction size based on the total value of consideration criterion, with reference to the consolidated financial statements of the Company [for the first quarter of 2026, ending March 31, 2026, which have been reviewed by the Company's auditor, the transaction size equals 4.42%](#) of the Company's total assets, which represents the highest transaction size under such criterion. However, the Company has acquired assets during the preceding six-month period, namely the investment in the establishment of MMM Mega Fin Holding Co., Ltd. together with its subsidiaries under MMM Mega Fin Holding Co., Ltd., and the establishment of Keha Songkhro Capital Co., Ltd. as an additional subsidiary under MMM Mega Fin Holding Co., Ltd., with transaction sizes of 8.95% and 5.37%, respectively. When combined with the present transaction, the aggregate transaction size equals [18.74%](#) of the Company's total assets.

Accordingly, the transaction is classified as a Class 2 transaction under the Notifications on Acquisition or Disposition of Assets, whereby the transaction size is higher than 15% but lower than 50%. The Company is therefore required to prepare and disclose an information memorandum regarding the transaction to the Stock Exchange of Thailand (the "SET") in accordance with Schedule (1) of the Notifications on Acquisition or Disposition of Assets, and to circulate a notice to shareholders within 21 days from the date of disclosure of the transaction to the SET, containing at least the information required under the relevant regulations.



MMM CAPITAL

MMM Capital Public Company Limited

89/2 Amornphan 205 Tower 1,6 floor Soi Natong, Ratchadaphisek Rd., Dindaeng

District, Bangkok 10400

This is for your information.

Yours sincerely,

- Nicha Rojwattana -

(Ms.Nicha Rojwattana)

Chief Executive Officer

Enclosure

Information Memorandum on the Acquisition of Assets pursuant to List (2), Items 1, 2, 3, 5(3), 7 and 8 of the Notification Re: Establishment of Subsidiaries

The Board of Directors' Meeting No. 3/2026 of MMM Capital Public Company Limited (the "Company" or "MMM"), held on 8 May 2026, resolved to approve the establishment of Deva Link Development Company Limited ("Deva Link Development Co., Ltd.") as a subsidiary of the Company to engage in real estate development for sale and to hold shares in subsidiaries engaged in real estate development. The Meeting also approved Deva Link Development to establish two subsidiaries, namely Praksa Link Estate Company Limited ("Praksa Link Estate Co., Ltd.") and Bangplee Link Estate Company Limited ("Bangplee Link Estate Co., Ltd."), to engage in real estate development for sale, with a total investment not exceeding Baht 25 million. The details of the transaction are as follows:

1. Date of the Board of Directors' Resolution Approving the Transaction

The Board of Directors' Meeting No. 3/2026, held on 8 May 2026, resolved to approve the establishment of Deva Link Development Company Limited ("Deva Link Development Co.,Ltd.") as a subsidiary of the Company to engage in real estate development for sale. The Meeting also approved Deva Link Development to establish Praksa Link Estate Company Limited ("Praksa Link Estate Co.,Ltd.") and Bangplee Link Estate Company Limited ("Bangplee Link Estate Co.,Ltd.") as subsidiaries to support the expansion of the real estate development business and strengthen the growth of the Company's core business, with a total investment not exceeding Baht 25 million. The Company is currently in the process of registering the establishment of such companies and expects completion within the third quarter of 2026.

2. Parties Involved and Their Relationship with the Listed Company

There are no related parties involved, as this transaction involves the establishment of subsidiaries and does not constitute a connected transaction pursuant to the Notification of the Capital Market Supervisory Board No. Tor.Jor. 21/2551 Re: Rules on Connected Transactions (as amended) and the Notification of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning Connected Transactions B.E. 2546 (2003) (as amended).

3. General Characteristics of the Transaction

The establishment of the subsidiaries is intended to support the Company's business expansion by extending its core real estate brokerage business into real estate project development. This will enable the Company to

manage projects in a more integrated manner, while enhancing efficiency in controlling sales and marketing strategies as well as project sales timelines, which is expected to improve the Company's profit margins.

In addition, the transaction will help diversify the Company's sources of revenue and reduce its reliance on project developers in the future. In this regard, the Group is currently conducting detailed feasibility studies for potential projects in strategic locations to ensure that such investments will generate worthwhile returns and align with the Group's strategic plans.

4. Details of the Acquired Assets

The Company will acquire investments in the ordinary shares of three newly established subsidiaries, namely:

(1) Deva link Development Company Limited

Name of the Newly Established Subsidiary	Deva link Development Company Limited (" Deva link Development Co., Ltd. ") DEVA LINK DEVELOPMENT COMPANY LIMITED		
Expected Date of Establishment	Within the third quarter of 2026		
Registered Capital	Registered capital of Baht 25.00 million, divided into 0.25 million ordinary shares with a par value of Baht 100 per share.		
Shareholding Structure	There are three shareholders, as follows:		
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Names of Directors	1) Mr. Suriya Wongsitthichaikul 2) Ms. Nicha Rojwathana 3) Mr. Kawin Ananpatanakul		
Directors with Signing Authority	Ms. Nicha Rojwathana or Mr. Suriya Wongsitthichaikul jointly with Mr.Kawin Ananpatanakul, any two of whom shall jointly sign and affix the Company's seal.		
Source of Funds	Working capital of the Company		
Objective of the Establishment	To support the Company's business expansion.		
Business Description	To engage in real estate development for sale.		
Expected Commencement of Commercial Operations	Within the year 2028		

(2) Praksa Link Estate Company Limited

Name of the Newly Established Subsidiary	Praksa Link Estate Company Limited (" Praksa Link Estate Co., Ltd.") PRAKSA LINK ESTATE COMPANY LIMITED
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Expected Date of Establishment	Within the third quarter of 2026												
Registered Capital	Registered capital of Baht 15.00 million, divided into 0.15 million ordinary shares with a par value of Baht 100 per share.												
Shareholding Structure	<p>There are three shareholders, as follows:</p> <table border="1"> <thead> <tr> <th>Shareholders' names</th> <th>Number of Shares</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>(1) Devalink Development Company Limited</td> <td>149,998</td> <td>99.9986</td> </tr> <tr> <td>(2) Mr. Suriya Wongsitthichaikul</td> <td>1</td> <td>0.0007</td> </tr> <tr> <td>(3) Ms. Nicha Rojwatthana</td> <td>1</td> <td>0.0007</td> </tr> </tbody> </table>	Shareholders' names	Number of Shares	%	(1) Devalink Development Company Limited	149,998	99.9986	(2) Mr. Suriya Wongsitthichaikul	1	0.0007	(3) Ms. Nicha Rojwatthana	1	0.0007
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Source of Funds	Working capital of the Company												
Objective of the Establishment	To support the Company's business expansion.												
Business Description	The development of real estate for sale in the Praksa area, Samut Prakan Province.												
Expected Commencement of Commercial Operations	Within the year 2028												

(3) Bangplee Link Estate Company Limited

Name of the Newly Established Subsidiary	Bangplee Link Estate Company Limited (" Bangplee Link Estate Co., Ltd. ") BANGPLEE LINK ESTATE COMPANY LIMITED												
Expected Date of Establishment	Within the third quarter of 2026												
Registered Capital	Registered capital of Baht 10.00 million, divided into 0.10 million ordinary shares with a par value of Baht 100 per share.												
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Names of Directors	<p>1) Mr. Suriya Wongsitthichaikul</p> <p>2) Ms. Nicha Rojwatthana</p> <p>3) Mr. Kawin Ananpatanakul</p>												
Directors with Signing Authority	Ms. Nicha Rojwatthana or Mr. Suriya Wongsitthichaikul jointly with Mr.Kawin Ananpatanakul, any two of whom shall jointly sign and affix the Company's seal.												

Source of Funds	Working capital of the Company
Objective of the Establishment	To support the Company's business expansion.
Business Description	The development of real estate for sale in the Bangplee area, Samut Prakan Province.
Expected Commencement of Commercial Operations	Within the year 2028

The above shareholding structure is intended to comply with applicable legal requirements, and upon completion of the establishment, such companies will become subsidiaries of the Company.

As the newly established subsidiaries are currently in the process of organizational preparation and selection of suitable project locations, the Company currently has no investment obligations other than the registered capital as disclosed above, and there is presently no revenue projection from project sales. In this regard, the Company will strictly comply with the disclosure requirements of the Stock Exchange of Thailand should any subsidiary enter into any significant real estate development agreement in the future.

5. Total Value of Consideration and Payment Terms

The Company will invest in the establishment of the subsidiaries with a total investment value of Baht 25 million. Such investment will be funded from the Company's working capital. The Company will make full payment for the shares based on the registered capital of the subsidiaries in cash in a single payment, and no other form of consideration will be used.

6. Determination of Transaction Size

The transaction constitutes a Class 2 acquisition of assets transaction pursuant to the Notifications on Acquisition or Disposition of Assets. When calculating the transaction size based on the total value of consideration criterion, with reference to the Company's consolidated financial statements of the Company for the first quarter of 2026, ending March 31, 2026, which have been reviewed by the Company's auditor, the transaction size equals 4.42% of the Company's total assets, which represents the highest transaction size under such criterion. The details are as follows:

Criteria	Calculation Formula	Calculation	Transaction Size
1. Net Tangible Assets (NTA) Criterion	$\frac{\text{NTA of acquired assets} \times \text{acquisition proportion} \times 100}{\text{NTA of the Company}}$	Not applicable, as the subsidiaries are newly established and have no financial statements.	

Criteria	Calculation Formula	Calculation	Transaction Size
2. Net Profit from Operations Criterion	$\frac{(\text{Acquired net profit} \times \text{acquisition proportion} \times 100)}{\text{Net profit of the Company}}$	Not applicable, as the subsidiaries are newly established, have not commenced operations, and have no financial statements.	
3. Total Value of Consideration Criterion	$\frac{\text{Total consideration} \times 100}{\text{Total assets of the Company}}$	$\frac{25 \times 100}{566.04}$	4.42
4. Value of Equity Securities Issued as Consideration Criterion	$\frac{\text{Number of shares issued as consideration} \times 100}{\text{Total issued and paid-up shares of the Company}}$	Not applicable, as no securities are issued as consideration for the transaction.	

However, during the preceding 6-month period, the Company has also undertaken acquisitions of assets, namely: (i) the investment for the establishment of MM M Mega Fin Holding Company Limited (“MMM Mega Fin Holding”), including its subsidiaries under MMM Mega Fin Holding, and (ii) the establishment of Housing Assist Capital Company Limited (“Housing Assist Capital Co., Ltd.”) as a subsidiary under MMM Mega Fin Holding. The transaction sizes of such investments are 8.95% and 5.37%, respectively.

When combined with the current transaction, the aggregate transaction size equals 18.74% of the Company's total assets. Accordingly, the transaction is classified as an acquisition of assets transaction with a size exceeding 15% but less than 50%. The Company is required to disclose the information to the Stock Exchange of Thailand and to circulate a notice to shareholders within 21 days from the date of disclosure, in accordance with the minimum disclosure requirements prescribed under the relevant regulations.

7. Expected Benefits

The establishment of subsidiaries to engage in real estate development for sale is expected to enhance the Company's long-term business capability. The expected benefits are as follows:

- (1) Enhance revenue and return generation potential through expansion into in-house real estate project development, which enables more efficient cost management and marketing strategy formulation. This also allows the Company to benefit from returns as a project developer, in addition to its existing brokerage fee income, while reducing dependency risk on external project developers.

- (2) Support and further strengthen the Company's real estate brokerage business by having its own development projects, thereby enhancing sales readiness and better serving the demand of the Company's agent network and customers.
- (3) Diversify revenue streams and reduce reliance on brokerage commission income as the sole source of revenue.
- (4) Enhance the Company's competitiveness and support the long-term growth of the Group.

8. Sources of Funds for the Transaction

The Company will use its internal working capital as the source of funds for this transaction.

9. Opinion of the Board of Directors on the Transaction

The Board of Directors has considered and is of the opinion that the transaction is appropriate and beneficial to the Company, as it will enhance the Company's operational capabilities and future growth opportunities. The terms and conditions of the transaction are reasonable and will not have any material impact on the Company's financial position and liquidity. The Board further views that the establishment of the subsidiaries at this stage is appropriate and necessary to prepare personnel readiness, organizational structure, and relevant management systems prior to the commencement of full-scale business expansion. In addition, it will ensure that the subsidiaries are established as separate legal entities, enabling them to enter into contracts, acquire land, or obtain necessary permits under their own names once project feasibility studies are finalized. This will help reduce execution timelines and enhance flexibility in managing project-specific risks in the future.

10. Opinion of the Audit Committee and/or Directors Different from the Board of Directors' Opinion The Audit Committee and/or any director of the Company who has an opinion different from that of the Board of Directors

-None-

11. Responsibility of the Board of Directors for the Information Contained in the Documents Delivered to Shareholders

The Board of Directors has reviewed and verified the information prepared for disclosure to shareholders based on information provided by management and relevant advisors. The Board is of the opinion that such information is accurate, complete, and sufficiently material, and contains no false statements or omission of material facts that should be disclosed.

12. Opinion of the Independent Expert

-None-

13. Financial Projections Reviewed by Certified Public Accountant and Opinion of the Independent Financial Advisor

- None - (Please consider the rationale as set out in Item 4.)

14. Material Litigation or Claims Under Ongoing Proceedings

-None-

15. Benefits or Connected Transactions between the Listed Company and Directors, Executives, and Shareholders holding shares directly or indirectly of 10% or more, including the nature of such transactions or benefits

-None-