บริษัท บริทาเนีย จำกัด (มหาชน)
Britania Public Company Limited
Bhiraj Tower at Bitec 20/FL,
4345 Sukhumvit Road, Bangna, Bangkok 10260

No. BRI013/2026

28 September 2026

Subject: Connected transactions related to financial assistance

To: President

Stock Exchange of Thailand

Reference Information Disclosure No. BRI012/2026, dated August 13, 2026 – Notification of the Resolutions of the Board of Directors' Meeting No. 3/2026

Britania Public Company Limited (the "Company") would like to inform that the Board of Directors' Meeting No. 4/2026, held on 28 September 2026, resolved to approve the following connected transactions:

1. Resolved to approve the disposal of vacant plot of land owned by Britania SPV 28 Company Limited, a subsidiary of the Company, to Origin Hotel Cherngtalay 2 Company Limited

1. Date of transaction	Within September 2026
2. Relevant parties and their relationship with the Company	
Seller	Britania SPV 28 Company Limited (Its subsidiaries)
Buyer	Origin Hotel Cherngtalay 2 Company Limited, a subsidiary of Origin Hotel Public Company Limited
Relationship with the Company	The counterparty is an entity affiliated with Origin Property Public Company Limited ("ORI"), with the shareholding structure detailed below: - Britania Public Company Limited, in which ORI holds an 82.58% equity interest, holds a 99.99% equity interest in Britania SPV 28 Company Limited. - Origin Hotel Public Company Limited, in which ORI holds a 99.99% equity interest, holds a 99.99% equity interest in Origin Hotel Choeng Thale 2 Company Limited.
3. General nature of the transactions	
Type of the Transaction	Connected transactions related to Disposal of Assets (Vacant Land)
Land Area	550 sq.wah
Location	On the project road, off Ban Don - Cherng Talay Road, Cherng Talay Sub district, Thalang District, Phuket
Objectives	To enhance the efficiency of asset management through the disposal of the vacant land, thereby reducing the expenses and costs associated with holding the asset. The proceeds from the disposal will be utilized and managed in a manner that maximizes the benefits to the Company.

Total value of consideration paid	Selling price = THB 66,000,000 Book value = THB 43,820,376 Appraised value by an independent appraiser = THB 88,000,000 Accordingly, the transaction value used for calculating the transaction size is THB 88,000,000
4. Total Value of the Transaction, Transaction Size, and the Criteria Used to Determine the Total Value of the Transaction	
Total Value of the Transaction	THB 88,000,000
Size of Transaction	The transaction size is equivalent to 1.30% of the Company's Net Asset Value (NA) as calculated from the Company's financial statements for second quarter of 2026, ending 30 June 2026. Calculation of Transaction Size: = (Value of Transaction / Net Asset Value (NA)) x 100 = (THB 88,000,000 / THB 6,757,875,577) x 100 = 1.30%
5. Conditions that may affect the rights of shareholders	-None-
6. Opinion of the board of directors regarding connected transactions	The Board of Directors considered that the disposal of the vacant land was appropriate and reasonable, as it would help reduce the costs and expenses associated with holding the asset, as well as enhance the Company's financial liquidity and provide greater flexibility in managing its capital for the maximum benefit of the Company's business operations. Accordingly, the Board of Directors resolved to approve the transaction.
7. Opinions of the Audit Committee and/or the Board of Directors which is different form the Opinions of the Directors about the Connected Transaction No.6	-None-

The above transaction constitutes a Related Party Transaction involving the Disposal of Assets pursuant to Section 89/12 of the Securities and Exchange Act B.E. 2535 (1992), and the Notification of the Capital Market Supervisory Board No. TorJor. 46/2568 Re: Rules for Connected Transactions, dated December 19, 2025, including Appendices 1–6 thereto. Accordingly, upon consideration of the transaction size of the Company's disposal of assets under the Notification on Connected Transactions, the total transaction value amounts to THB 88,000,000, representing 1.30% of the Company's Net Asset Value ("NA"), based on the Company's consolidated financial statements as of June 30, 2026. Taking into account the transactions entered into with the same group of related parties during the preceding six months, the aggregate transaction size amounts to 1.54% of the Company's Net Asset Value ("NA"). The transaction is therefore classified as a medium-sized transaction, which requires approval by the Company's Board of Directors and disclosure of information regarding the transaction to the Stock Exchange of Thailand.

In addition, the above transaction constitutes a Material Transaction involving the Disposal of Assets pursuant to the Notification of the Capital Market Supervisory Board No. TorJor. 45/2568 Re: Rules for Material Transactions, dated December 19, 2025 (the "Notification on Material Transactions"). The transaction size is 0.47%, calculated based on the Total Value of Consideration criterion, with reference to the Company's consolidated financial statements as of June 30, 2026, which is less than 25%. Accordingly, the transaction is classified as a small-sized transaction. As the Company has not entered into any related transactions or transactions under the same project during the preceding 12 months prior to the date on which the transaction was agreed, the Company may proceed with the transaction without being subject to the requirements prescribed under the Notification on Material

Transactions. Nevertheless, the Company remains required to comply with the Company's Articles of Association and other applicable rules and regulations.

2. Resolved to approve the cancellation of Resolution No. 3 of the Board of Directors' Meeting No. 3/2026, held on August 13, 2026, regarding the approval for the use of the Company's assets as collateral for the issuance and offering of secured debentures of Origin Property Public Company Limited ("ORI"), as specified in the reference document.

3. Resolved to approve the use of the Company's assets as collateral for Origin Property Public Company Limited ("ORI") and its subsidiaries.

1. Date of transaction	Within December 2026
2. Relevant parties and their relationship with the Company	
Financial assistance provider	Britania Public Company Limited
Recipients of financial assistance	Origin Property Public Company Limited and its subsidiaries.
Relationship with the Company	Origin Property Public Company Limited holds 82.58% of the shares in Britania Public Company Limited
3. General nature of the transactions	
Type of the Transaction	Connected transactions related to the provision of financial assistance
Collateral	Not exceeding THB 90,000,000
Collateral Term	Not exceeding 3 years
Remuneration	1% of the Security Collateral Value, representing the remuneration rate in accordance with the Group-wide centralized cash management policy, applicable to Origin Property Public Company Limited and all of its affiliated entities within ORI.
Objectives	To maximize the utilization and value of the Company's undeveloped assets, under which the Company will receive a return at the rate of 1% per annum, while fully retaining its ownership, right of possession, and ordinary land use rights. Furthermore, this transaction supports the business group's financial strategy by utilizing the aforementioned assets as collateral for the issuance and offering of secured debentures, as well as securing credit facilities for Origin Property Public Company Limited ("ORI") and its subsidiaries. This initiative aims to enhance efficiency and overall effectiveness in managing the group's total cost of funds.
4. Total Value of the Transaction, Transaction Size, and the Criteria Used to Determine the Total Value of the Transaction	

Total Value of the Transaction	= Borrowing amount + (Borrowing amount x Remuneration x Maturity) = 90,000,000 + (90,000,000 x 1% x 3 years) = THB 92,700,000
Size of Transaction	The transaction size is equivalent to 1.37% of the Company's Net Asset Value (NA) as calculated from the Company's financial statements for second quarter of 2026, ending 30 June 2026. Calculation of Transaction Size: = Value of Transaction x 100 / Net Asset Value (NA) = THB 92,700,000 x 100 / 6,757,875,577 = 1.37%
5. Conditions that may affect the rights of shareholders	-None-
6. Opinion of the board of directors regarding connected transactions	The Board of Directors (excluding interested directors) considered the matter and was of the view that the execution of the transaction is reasonable and in the best interests of the Company and its shareholders. The transaction enables the Company to generate a financial return at the rate of 1% per annum from its undeveloped real estate assets, in alignment with Group-wide centralized cash management policy of Origin Property Public Company Limited, which encompasses all companies within the group. Furthermore, the transaction is entered into on an arm's length basis, with the rate being comparable to the bank letter of guarantee (L/G) fee charged by commercial banks. Notably, this transaction does not impact the Company's normal business operations or its rights to utilize the land in any manner.
7. Opinions of the Audit Committee and/or the Board of Directors which is different form the Opinions of the Directors about the Connected Transaction No.6	-None-

The transaction under Item 3 constitutes a Related Party Transaction involving the provision of financial assistance, pursuant to Section 89/12 of the Securities and Exchange Act B.E. 2535 (1992), and the Notification of the Capital Market Supervisory Board No. TorJor. 46/2568 Re: Rules for Connected Transactions, dated December 19, 2025, including Appendices 1–6 thereto.

Upon consideration of the transaction size, the total transaction value amounts to THB 92,700,000, representing 1.37% of the Company's Net Asset Value ("NA"), based on the Company's consolidated financial statements as of June 30, 2026. Given that there were no other financial assistance transactions entered into with the same connected persons during the past 6 months, the transaction is therefore classified as a medium-sized transaction, which requires approval by the Company's Board of Directors and disclosure of information regarding the transaction to the Stock Exchange of Thailand.

In addition, the aforementioned transaction constitutes a significant transaction in the category of provision of guarantee pursuant to the Notification of the Capital Market Supervisory Board No. TorJor. 45/2568 Re: Rules on Entering into Significant Transactions dated December 19, 2025 (the "Significant Transaction Notification"). The transaction size, calculated based on the Total Value of Consideration Basis and with reference to the Company's consolidated financial statements as of June 30, 2026, is 0.48%. As the transaction size is less than 25%, the transaction is classified as a small-sized transaction. As the Company has not entered into any other related transactions or transactions under the same project during the 12-month period prior to the date of entering into the agreement for this transaction, the Company is not subject to any compliance obligations under the rules governing significant transactions. However, the Company remains required to comply with the Company's Articles of Association and all other applicable laws and regulations.

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Please be informed accordingly

Yours sincerely,

(Mr. Krit Techasumma)
Director and Chief Executive Officer
Authorized person to report information