

No. CC20180804ELE

Aug 14, 2018

Subject Report of the Resolutions of Board of Directors' Meeting No.3/2018

To President  
The Stock Exchange of Thailand

The Board of Directors' meeting of Cal-Comp Electronics (Thailand) Public Company Limited (the "Company") No. 3/2018 was held on Aug 13, 2018 the following resolutions were passed:

1. The Board of Directors approved the declaration of interim dividend payment for the first half of the year ending June 30, 2018 to shareholders of the Company for Baht 0.06 per share. The total number of outstanding shares entitled for the dividend is 4,554,643,575 shares and total dividend amount is Baht 273,278,614.50

The record date for the shareholders who have right to receive the interim dividend will be on September 4, 2018. The interim dividend will be paid on September 18, 2018 from net profit that still enjoys the tax exemption for corporate income from BOI, therefore, the dividend is free for income tax.

2. The Board of Directors had approved the related transactions as following detail;

2.1 Disposal on fixed asset

1<sup>st</sup> transaction

Partners of Contract	Seller: Cal-Comp Electronics (Thailand) PCL. ("CCET") Buyer: Kinpo Electronics (Philippines) Inc. ("KPPH")
Type of fixed asset	15 sets of brand new custom-made Automatic Guided Vehicle (AGV)
Transaction date	May 2018
Transaction amount	Baht 2,086,695
Pricing policy	At Book value (transaction amount) and near market value
Payment term	By cash with 30 days of credit term
The reason	The Company sold brand new customized AGV products to KPPH for its production purpose.

2<sup>nd</sup> transaction

Partners of Contract	Seller: Cal-Comp Electronics and Communications (Suzhou) Co., Ltd. ("CCCS") Buyer: Kinpo Electronics (China) Co., Ltd. ("Kinpo-China")
Type of fixed asset	1 set of BGA, 21 sets of customized barcode printers, 5 sets of Automatic Optical Inspection machines, and 1 set of reflow oven machine
Transaction date	10 years of lifetime and 7 of used years May 2018
Transaction amount	RMB 1,645,998 or approximately Baht 8,228,673.20
Pricing policy	At book value and near market value

Payment term	By cash with 90 days of credit term
The reason	In order to reduce outstanding of unused equipments and create maximum benefits for the Company and its subsidiary, CCCS sold unused inspection equipments to Kinpo-China.

The total transaction size of Disposal on fixed asset is Baht 10,315,368.20 which is accounted to 0.02% under the total value of consideration criteria (maximum acquisition value criteria). The transaction is categorized as small transaction, is not required to be disclosed according to 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 Acquisition and Disposal of Assets B.E. 2547 (2004)

## 2.2 Acquisition on fixed asset

### 1<sup>st</sup> transaction

Partners of Contract	Seller: Kinpo International Ltd. ("KPI") Buyer: Cal-Comp Electronics (Thailand) PCL. ("CCET")
Type of fixed asset	1 set of industrial 3D microscope, 3 sets of Automatic J1 pressing fixtures, and 2 sets of laser displacement sensor machines. 4 years of lifetime and 1.10 of used year
Transaction date	April 2018
Transaction amount	USD 61,735 or approximately Baht 1,977,044.85
Pricing policy	At Book value (transaction amount) and near market value
Payment term	By cash with 90 days of credit term
The reason	In consider to support the Company's operation CCET has purchased the equipment from KPI for production purpose on Hard Disk Drive products.

The total transaction size of acquisition on fixed assets is Baht 1,977,044.85 which is accounted to 0.003% under the total value of consideration criteria (maximum acquisition value criteria). The transaction is categorized as small transaction, is not required to be disclosed according to 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 Acquisition and Disposal of Assets B.E. 2547 (2004)

### Total size of disposal and acquisition on fixed asset for related party transaction criteria

Included 3 transactions of the Company and/or its subsidiary with Kinpo Electronics (Philippines) Inc. ("KPPH"), Cal-Comp Electronics and Communications (Suzhou) Co., Ltd. ("CCCS"), Kinpo Electronics (China) Co., Ltd. ("Kinpo-China") and Kinpo International Ltd. ("KPI") and the total transaction size is Baht 12,292,413.05, which is accounted to 0.07% of NTA as June 30, 2018.

### Total size of related party transactions during the past six-month periods

Overall, total size of related party transaction is at approximately Baht 84,786,253.67 which accounted to 0.47% of NTA during the past six-month periods.

#### Note: Exchange Rate

USD/Baht = 32.0247

RMB/Baht = 4.9992

Details of related person of the Company and/or its subsidiary with Kinpo Electronics Inc and/or its subsidiary

- Name of related person: Kinpo Electronics (Philippines) Inc.
- Relationship: Kinpo-Philippines is a subsidiary of Kinpo Electronics Inc. Kinpo Electronics Inc, holds 40.39% in the Company and holds 81.81% in Kinpo Electronics (Philippines) Inc., and has nominated 3 people to be directors in the Company: Mr. Hsu, Sheng-Hsiung, Mr. Hsu, Sheng-Chieh and Mr. Shen, Shyh-Yong,
  
- Name of related person: Kinpo International Ltd. ("KPI")
- Relationship: Kinpo International Ltd. is a subsidiary of Kinpo Electronics Inc. Kinpo Electronics Inc, holds 40.39% in the Company and holds 100% in Kinpo International Ltd., and has nominated 3 people to be directors in the Company: Mr. Hsu, Sheng-Hsiung, Mr. Hsu, Sheng-Chieh and Mr. Shen, Shyh-Yong,
  
- Name of related person: Kinpo Electronics (China) Co., Ltd.
- Relationship: Kinpo-China is a subsidiary of Kinpo Electronics Inc. Kinpo Electronics Inc, holds 40.39% in the Company and holds 100% in Kinpo Electronics (China) Co., Ltd., and has nominated 3 people to be directors in the Company: Mr. Hsu, Sheng-Hsiung, Mr. Hsu, Sheng-Chieh and Mr. Shen, Shyh-Yong

The directors who have conflict of interest did not join and vote for this agenda.

Opinion of the Board of director and Audit Committee

The connected transactions of the Company are reasonable in the normal course of business due to all transactions are taking to supporting the business operation and also the terms and conditions are satisfied.

Please be informed accordingly.

Sincerely yours,

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Mr. Khongsit Choukitcharoen  
Managing Director