



BG Container Glass Public Company Limited

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Translation

11 August 2021

Subject: Resolutions of Board of Directors Meeting No. 4/2021 regarding the acquisition of assets

To: President
The Stock Exchange of Thailand

According to the resolution of the Board of Directors of BG Container Glass Public Company Limited (the "Company" or "BGC") No. 4/2021 on 11 August 2021 which has resolved to approve BG Packaging Company Limited ("BGP"), an indirect wholly-owned subsidiary of the Company, enter into a transaction to invest in the capacity expansion for laminated flexible packaging. The total value of investment is approximately THB 176 million.

The investment supports the domestic demand growth in laminated flexible packaging and business growth in packaging as well as assist the Company to expand into midstream business for flexible packaging.

The entry into the foregoing transactions constitute the acquisition of assets according 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 Board of Governors of the Stock Exchange of Thailand re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition or Disposal of Assets, 2004 (collectively, the "Notifications on Acquisition or Disposal") per the following details:

1. Date of the transaction

The Board of Directors of the Company passed a resolution to enter into the transaction on 11 August 2021.

2. Involved parties and relationship with the Company

The Investor: BG Packaging Company Limited ("BGP")

Relationship: BGC Packaging Company Limited ("BGCP"), a wholly-owned subsidiary of the Company, holds 100% of issued and paid-up share capitals of BGP

3. Transaction overview

The BGP intends to invest in the capacity expansion for laminated flexible packaging with total value of investment approximately THB 176 million.

4. Type and size of transactions

These transactions are considered as an acquisition of assets under the Notification of the Capital Market Supervisory Board No. TorChor. 20/2551, Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets, 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 the Acquisition and Disposition of Assets, 2004 (collectively, the "Notifications on Asset Acquisition and Disposal") with the transaction size of 0.95%, which is the maximum transaction size obtained from the total value of consideration test basis, based on the consolidated financial statements of BGC for the period ending 30 June 2021, details as follows:

Size test basis	Formula	Transaction size (%)
Net Tangible Asset (NTA)		
Net Profit from Operation		
Total Value of Consideration	$\frac{176 \times 100}{18,593.0}$	0.95
Value of Shares Issued for the Settlement		Not applicable as no shares issued for the settlement

When combined with those in the past 6 months prior to the Board of Directors Meeting's resolution to enter into the foregoing transaction, except for the acquisition of assets already approved from the 2021 shareholders' meeting, the total size is 14.90%. Thus, this transaction is considered as an acquisition of assets with transaction size less than 15% as Notifications on Asset Acquisition and Disposal.

5. Details of the acquired assets

Objective: to support the domestic demand growth in laminated flexible packaging and support business growth in packaging as well as assist the Company to expand into midstream business for flexible packaging.

Address: BG Packaging Company Limited, Ayutthaya Factory 2, 689 Moo. 4, Ayutthaya-Uthai Rd., Uthai, Ayutthaya 13210

Production capacity: 50 million meter per year

Project start: 1st quarter of 2022

Commercial Run: 1st quarter of 2023

6. Value of transaction / acquired assets

Value of the acquired assets for capacity expansion investment for laminated flexible packaging is approximately THB 176 million.

7. Basis for determining the value of investment

The value of investment is in line with the Company's capital budgeting plan, which is estimated based on construction costs and machinery costs that are expected to be incurred in the transaction.



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The Company also considers other potential benefits from the investment which will assist the Company to achieve its goal to become a total packaging solution provider.

8. Expected benefits from the transaction

The investment supports the domestic demand growth in laminated flexible packaging and business growth in packaging as well as assist the Company to expand into midstream business for flexible packaging.

9. Sources of fund

The Company will loan from local financial institution, which the Company anticipates that has no affect the shareholder rights.

10. Terms for transaction execution

- None -

11. Opinions from the Board of Directors regarding the transaction

The Board of Directors Meeting No. 4/2021 on 11 August 2021 has passed a resolution to invest in the capacity expansion for laminated flexible packaging, which is an investment via indirect subsidiary. The Board of Directors expressed their opinion that the transaction is beneficial to the Company in order to support the domestic demand growth in laminated flexible packaging and support business growth in packaging as well as assist the Company to expand into midstream business for flexible packaging.

12. Opinions from Audit Committee and/or Directors which are different from the Board of Director's

According to item 11, no director has different opinion from the Board of Directors of the Company.

Please be informed accordingly.

Sincerely yours,

(Mr. Silparat Watthanakasetr)

Chief Executive Officer