

August 17, 2021:

Subject: Reports on Connected Transaction (Financial assistance provided to an associate company)
(Additional Information)

Attn.: President and Directors,
Stock Exchange of Thailand

The Board of Directors of Thai Optical Group Public Co., Ltd. ("TOG") No. 98 (3/2021) held on August 12, 2021 had passed the resolutions to provide financial assistance to Vietnam Visibility Target Company Limited ("Vina Vista") (an associate company), which is an associate company, a manufacturer and distributor of prescription lenses (Rx lenses), with the total paid-up capital of USD 1,450,000 and TOG's proportion on investment of USD 475,000 or (32.76%).

This financial assistance is considered as a connected transaction according to the Notification of the Capital Market Supervisory Commission No. Tor Chor 21/2551 Re: Rules on Connected Transactions and the Notification of the Board of Governors of the Stock Exchange of Thailand (SET) Re: Disclosure of Information of Listed Company Concerning the Connected Transactions B.E. 2546 (2003), the details of which are as follows:

1) Date of Transaction :

13th August 2021

2) Transaction Party and Relationship with the Listed Company :

Financial supporter : Thai Optical Group Public Company Limited or "TOG"
Holding 32.76% of all Vina Vista's shares

Financial receiver : An associate company namely,
Vietnam Visibility Target Company Limited ("Vina Vista")
With the current shareholder's structure as follows;

- 1) Mr. Somchai Sirichantaropas/KHV, holding 50.00%
- 2) TOG holding 32.76%
- 3) Mr. Smith Teganjanavanich holding 17.24% (connected party)

Financial assistance is based on the Company's shareholding proportion.

Relationship : The listed Company and financial receiver are considered as connected transaction as per Notification of the Capital Market Supervisory Board Thor Chor. 21/2008 Re: Rules on Connected Transactions, which refers 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 Connected Transaction B.E.2003 and about of Notification.

Some of directors/top management, namely hereto;

- 1) Sawang Prachartam
- 2) Sarote Prachaktam
- 3) Pornpun Thotrakul
- 4) Torn Prachartam
- 5) Amolrat Prachartam

Mr. Smith Teganjanavanich is close relatives of authorized directors controlling persons of the Company/ top management, major shareholders of TOG and the connected person who receives financial assistance is a TOG employee.

3) Description of the Transaction:

TOG will provide financial assistance to Vietnam Visibility Target Company Limited (“Vina Vista”) (an associate company), which is an associate company, registered company number 411022000664 in Vietnam, a manufacturer and distributor of prescription lenses (Rx lenses), with the total paid-up capital of USD 1,450,000 and TOG’s proportion on investment of USD 475,000 or (32.76%).

4) Transaction Size :

1. TOG will provide the financial assistance of USD 491,400 or equivalent to 16,378,362 Thai Baht.
2. Duration: 13 August 2021 - December 2022
3. Interest rate: 3.4% as the current market rate from Bangkok Bank Vietnam
4. Expected payback: Return principal of 50% by September 2022 at the value of about 8.1 million baht and remaining principal plus interest by December 2022 at the value of about 8.9 million baht.
5. The ability to pay back is assessed based on financial projection prepared by the associate company's management. The Board of Directors has reviewed the plan and believe that Vina Vista has the potential to pay back the loan.

Transaction Size: choose the highest value between the minimum value or Net Tangible Assets (NTA)

Consolidated Financial Statements ended on 30th June 2021

NTA refers to Total assets – intangible assets – total liability – non-controlling interests (if any)

NTA = 2,912 - 79 - 22 - 983 million baht

NTA = 1,828 million baht

Total principal + 16.5-month Interest rate = Estimated transaction size of about 17 million baht

(by calculating from the exchange rate on the date of transfer of the loan)

Transaction Size	Minimum Value	TOG NTA = 1,907 MB		Highest Value
		%	Value	% NTA
Small	$X \leq 1 \text{ MB}$	$X \leq 0.03\%$	$X \leq 0.55 \text{ MB}$	$X \leq 0.55 \text{ MB}$
Medium	$1 \text{ MB} < X < 20 \text{ MB}$	$0.03\% < X < 3\%$	$0.55 < X < 55 \text{ MB}$	$0.55 \text{ MB} < X < 55 \text{ MB}$
Large	$X \geq 20 \text{ MB}$	$X \geq 3\%$	$X \geq 55 \text{ MB}$	$X \geq 55 \text{ MB}$

The connected parties transaction of 17 million baht is categorised as a medium-size transaction which must be approved by the Board of Directors and disclosed to the Stock Exchange of Thailand. In this regard, the Company does not have any investment transaction or connected transaction in the period of 6 months prior to the date that the Board of Directors has approved the above transaction.

5) Financial Source for the Financial Assistance:

TOG will provide Vina Vista financial assistance from TOG’s working capital. After such financial assistance, TOG still has enough working capital.

6) Opinion of the Board of Directors:

The Board of Directors has already considered the reason and necessity and resolved that this financial assistance is reasonable transaction and will benefit for business operation of the Company. Therefore, the Board of Directors has approved to provide financial assistance to Vina Vista as proposed by the executive directors

The aforementioned directors who are considered as related persons and/or having conflict of interests, had neither been present at the Meeting during this agenda nor voted for this agenda.

7) Opinion of the Audit Committee which is different from the Board of Directors' opinion:

-None-

Please be informed and kindly disseminate the information herein to investors accordingly.

Yours sincerely,

(Mr. Torn Prachartam)
Chief Executive Officer
Thai Optical Group Public Company Limited
The authorized person to disclose information