

TCAP.CSO. 054/2021

16 December 2021

Subject: Connected transaction regarding financial assistance provided to MAX Asset Management Company Limited (MAX AMC)

To: The President  
The Stock Exchange of Thailand

Reference is made to the notification of the connected transaction regarding the extension period of financial assistance provided to MAX Asset Management Company Limited (“MAX AMC”) informed by MBK Public Company Limited (“MBK”), which is the financial assistance according to the shareholding proportion.

In this regard, Thanachart Capital Public Company Limited (“the Company”) as the other major shareholder of MAX AMC would like to inform the financial assistance provided to MAX AMC which is a subsidiary company of the Company in which the Company holds 83.44 percent of total paid-up shares. The transaction is the financial assistance according to the shareholding proportion. The details are as follows:

1. **Date of transaction** 16 December 2020 (The first disclosure date of the transaction)
2. **Parties involved**
  - 2.1 Lender The Company
  - 2.2 Borrower MAX AMC
3. **Relationship**
  - 3.1 Lenders
    - The Company A major shareholder of MAX AMC by holding 83.44 percent of total paid-up shares and a major shareholder of MBK
    - MBK A major shareholder of MAX AMC by holding 16.56 percent of total paid-up shares and a major shareholder of the Company
  - 3.2 Borrower
    - MAX AMC A subsidiary company of the Company in which the Company holds 83.44 percent of total paid-up shares and MBK holds another 16.56 percent of total paid-up shares.

**บริษัท ทุนธชาติ จำกัด (มหาชน)**

**Thanachart** Capital Public Company Limited

444 อาคารเอ็มบีเค ทาวเวอร์ ชั้น 16-17 ถนนพญาไท แขวงวังใหม่ เขตปทุมวัน กรุงเทพมหานคร 10330  
444 MBK Tower, 16<sup>th</sup>-17<sup>th</sup> Floor, Phayathai Road, Wangmai, Pathumwan, Bangkok 10330 THAILAND  
Tel: (662) 217-8000 Fax: (662) 217-8312 www.thanachart.co.th ทะเบียนเลขที่ 0107536000510

**4. Details of loan limit**

4.1 Loan limit 500 million baht

Current interest rate TMBThanachart Bank public Company Limited's MLR -1 percent p.a.  
(Current MLR is 6.125 percent)

4.2 Lending period

3 months and 16 days (Lending period has been rescheduled from the end of 15 December 2021, as previously disclosed to the SET, to 31 March 2022)

4.3 Schedule of principal repayment and interest payment

Principal repayment is at the end of validity period and interest is paid at the end of each month

4.4 Purpose of providing financial assistance

To allow MAX AMC to purchase non-performing assets from financial institutions and to use as working capital

4.5 Collateral

None

4.6 Other borrowing terms

None

4.7 Conditions that may affect the rights of shareholders

None

**5. Source of funds utilization**

The Company's excess liquidity and/or borrowings from financial institutions as the Company has higher ability to borrow from financial institutions than the subsidiary company

**6. Characteristics and scope of interests of connected persons in entering into the transaction**

It is a transaction between the Company and MAX AMC, with MBK being a major shareholder of both the Company and MAX AMC.

**7. Calculation of the size of the connected transaction (Calculated based on the financial statements ending 30 September 2021)**

7.1 Total transaction size equals 507,441,781 baht (Calculated from principal of 500 million baht plus interest of 3 months and 16 days)

7.2 Transaction size

The transaction size is less than 3 percent of the net tangible assets (“NTA”). (3 percent of NTA as of the end of September 2021 equals 1,865.7 million baht). The transaction size is required an approval from the Board of Directors and a disclosure of the transaction to the SET

**8. Directors having the interests abstained from voting in the Company’s Board of Directors’ meeting**

8.1 Mr. Banterng Tantivit

8.2 Mr. Suphadej Poonpipat

**9. Opinions of the Company’s Board of Directors and the Audit Committee on this transaction**

The Board of Directors of the Company has considered and is of the opinion that the transaction is necessary as the said lending-borrowing is intended to support the business continuity of the subsidiary company and the interest rate, lending period, repayment, and other terms are appropriate. Therefore, financial assistance is reasonable for supporting the business operations of the subsidiary company. The Audit committee has had no different opinion from the Company’s Board of Directors

Please be informed accordingly.

Respectfully yours,

Thanachart Capital Public Company Limited

*-Somjate Moosirilert-*

(Mr. Somjate Moosirilert)

Chief Executive Officer

Corporate Secretary Office

Tel: 0-2217-8082