



Ref No. IR 2022.000142

October 7, 2022

Subject: Notification of the establishment of subsidiary company

Attention: The President  
The Stock Exchange of Thailand

Regarding to the Executive Committee Meeting No. 25/2022 of Sena Development Public Company Limited (“Company”) held on date October 7,2022 at Meeting room, 12 Floor, Thanyalakpark Building, No. 448 Ratchadapisek Road, Khwaeng Samsen Nok, Khet Huai Khwang, Bangkok 10310, had the resolution to establishment of subsidiary company to support the development of future projects with the objective of Juristic Person Management and/or providing project management services. The details are as follows:

**Establishment of subsidiary company:**

**1. Sin Baan Mongkol Co., Ltd. (“Sin Baan Mongkol”)**

The amount of common stock invested	49,997 shares
Value of investment (100 Baht per share)	4,997,000 Baht
Shareholding proportion	The Company holds 99.97% of the registered capital
Connected characteristics	This transaction is not a connected transaction with the Notification of the Capital Market Supervisory Board No. TorChor.21/2551
The size of the Asset Acquisition	Maximum transaction size based on the total value of the consideration 0.02% of total assets of the Company. Based on the consolidated financial statements of the Company as of June 30, 2022.
Introduction of “Sin Baan Mongkol”	
Type of business	Service provider and Consultant services
Registered Capital and Paid-up Capital	
➤ Registered Capital and Paid-up Capital	5,000,000 Baht
➤ Ordinary shares	50,000 shares
➤ Par value	100 Baht per share
Status of “Sin Baan Mongkol”	Direct subsidiary company

**SENA Development Public Company Limited**

448 Thanyalakpark Building Ratchadapisek Road , Dindaeng District , Bangkok 10310 Tel 02-541-4642 (20 Number) FAX : 02-541-5164

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Structure of shareholding “Sin Baan Mongkol”

Shareholder name	Number of shares (shares)	% of registered capital (%)
1. Sena Development Pcl.	49,997	99.97%
2. Mr. Theerawat Thanyalakphark	1	0.01%
3. Ms. Kessara Thanyalakpark	1	0.01%
4. Ms. Benyalak Thanyalakpak	1	0.01%
<b>Total</b>	<b>50,000</b>	<b>100.00%</b>

Board of directors

1. Mr. Theerawat Thanyalakphark
2. Ms. Kessara Thanyalakpark
3. Ms. Benyalak Thanyalakpak

The objective of investment

To facilitate business expansion

The source of capital

The capital circulated from business operation

The establishment of subsidiary company is considered to be an acquisition of assets of the Company. 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 Disposition of Assets (as amended) and Notification of the Board of Governors Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition or Disposition of Assets B. E. 2547 (as amended). The maximum transaction size is 0.02% based on total value of consideration, which is the maximum transaction size calculated from the consolidated financial statements of the Company that has been audited and reviewed by the auditor. Certified Public Accountant as of June 30, 2022. The transaction size of the transaction is less than 15% of the total value of the consideration. And combined with the size of the acquisition of assets during the past 6 months, the total asset acquisition volume was 1.15% (The maximum transaction size based on Total value of consideration). Therefore, the transaction is not related to the disclosure of information in the Notification of Acquisition or Disposal of Assets.

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The acquisition of assets during the past 6 months of the Company as follows:

No.	The transaction the company and sub company implemented with the associated company	Case value (Million Baht)	Size of associated case (%)	Board Meeting / The Executive Committee Meeting Date
1.	Approved the establishment of T&T Asset Co., Ltd.	100,000,000	0.54	April 7, 2022
2.	The purchase of shares of Charoen Nakhon Land Co., Ltd.	139,150,051	0.59	September 22, 2022
3.	Approved the establishment of Sin Baan Mongkol Co.,Ltd	5,000,000	0.02	October 7, 2022
<b>Total</b>		<b>244,150,051</b>	<b>1.15</b>	

The establishments of new subsidiary is not included in the connected transaction. In accordance with the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules for Connected Transactions, dated August 31, 2008 (and 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 Connected Transactions, dated November 19, 2003 (as amended)

Therefore, the Company is obliged to report such investment to be in accordance with the Regulations of the Stock Exchange of Thailand Re: Rules, Conditions and Procedures Governing the Disclosure of Information and Other Acts of a Listed Company, as this is the case where the Company acquires an investment in another company which results in that other company becoming a subsidiary of the Company.

Please be informed accordingly.

Yours Faithfully,

(Mrs. Weraporn Chaisiriyasavat)

Deputy Managing Director and Secretary of the Company

The Compliance division,  
Tel 02-541-4642 Ext. 10407

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