



No. Lor Gor. 002/2023

February 22, 2023

President

The Stock Exchange of Thailand

Re : Grant of loan facility and credit guarantee to A Tech Textile Co., Ltd. on shareholding proportion

Dear Sir,

Thai Wacoal Public Company Limited wishes to hereby report to the SET the resolution earlier adopted at its Board of Directors' meeting no. 2/2023 on February 22, 2023. Said resolution authorized the company to grant loan facility to A Tech Textile Co., Ltd., who is a connected person to the company, for an amount of Baht 75 million and provide credit guarantee to A Tech Textile Co., Ltd. on shareholding proportion in an amount not exceeding Baht 18.05 million to Mr. Boonsithi Chokwatana, according to the details as follows:

- (1) Transaction date : Within April, 2023
- (2) Transaction parties involved
- Lender and guarantor : Thai Wacoal Plc.
- Borrower and guarantee : A Tech Textile Co., Ltd., a connected person to the company
- (3) Details of connected parties and relationship nature : Wacoal Corp. and Saha Pathana Inter-Holding Plc. concurrently served as major shareholding parties in 2 companies, with the details as follows :

Major shareholding parties	Shareholding ratio	
	Thai Wacoal Plc.	A Tech Textile Co., Ltd.
1. Wacoal Corp.	33.61%	54.20%
2. Saha Pathana Inter-Holding Plc.	23.06%	19.00%

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The company is the second-largest shareholder in A Tech Textile Co., Ltd. with holding 1,900,000 shares or 19.00% which is less than other connected person.

(4) General transaction description : Provision of financial assistance to connected person by granting loan facility and providing the credit guarantee based on shareholding proportion. The company holds 19.00% shares in A Tech Textile Co., Ltd.

(5) Purpose of transaction : 1. To provide support to the business serving as member of the supply chain for the company.  
2. To support the business operations of company in which investment on shareholding proportion and to comply with the joint venture agreement.  
3. For interest receivable benefit.

(6) Transaction details

Borrower and guarantee's company : A Tech Textile Co., Ltd.

Type of business : Manufacturer of materials for ladies' lingerie

Registered capital : Baht 1,000,000,000.- classified into 10,000,000 ordinary shares, with par value of Baht 100 per share.

● Loan facilities details

Total loan facilities amount : Baht 75 million

Interest rate : 4.00% per year, which is higher than the company's financial cost.

Loan term : 12 months (April 3, 2023 - March 31, 2024)

● Credit guarantee details

Credit line provided by

Mr. Boonsithi Chokwatana : Baht 95 million

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**Guarantee amount provided**

by the company : Not exceeding Baht 18.05 million, based on shareholding proportion (19% of total credit line of not exceeding Baht 95 million) for 12 - month period, starting from April 3, 2023 to March 31, 2024.

(7) Funding source : The company's working capital

**(8) General description of connected transaction**

Type of transaction : Transaction regarding provision of financial assistance to connected person by granting loan facility and providing the credit guarantee based on shareholding proportion.

Transaction volume : Providing financial assistance of Baht 93.05 million (Including the loan facility amount of Baht 75 million and the guarantee amount of Baht 18.05 million)

Above transaction came under the scope of connected transactions for listed companies as specified in The Notification of The Capital Market Supervisory Board No. Tor Jor. 21/2551, regarding rules on connected transactions provided as transactions regarding grant of financial assistance. The transaction volume was less than Baht 100 million, or less than 3% of net tangible assets (NTA), whichever is lower. Such 3% of NTA value by the company as of September 30, 2022, stood at Baht 163.16 million. Accordingly, said transaction volume warranted the company to seek approval from The Board of Directors and to report said

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information to the SET, without having to seek further approval from the shareholders' meeting.

(9) For said Board of Directors' meeting, the director (s) with possible conflict of interests, and/or the director (s) serving as connected parties, did not attend nor were eligible to cast votes at said meeting.

Name	Position	
	Thai Wacoal Plc.	A Tech Textile Co., Ltd.
1. Mr. Masaaki Yajima	Vice Chairman	Director
2. Mr. Boondee Amnuayskul	Chief Executive Officer and Managing Director	Director
3. Mr. Takuya Miura	Deputy Managing Director	Director
4. Miss Karunee Surai	Director	Director
5. Mr. Kazuhiro Shibahara	Director	Chairman

(10) Opinion by The Board of Directors :

The Board of Directors supported the resolution authorizing the company to enter said transactions to grant loan facility to A Tech Textile Co., Ltd., for an amount of Baht 75 million and provide credit guarantee to A Tech Textile Co., Ltd. on shareholding proportion in amount not exceeding Baht 18.05 million to Mr. Boonsithi Chokwatana. It helps to provide financial support to the company's joint business operations, and as part of the support to strengthen supply chain network to achieve the results according to plan, together with supporting the business operations of company in which investment on shareholding proportion and complying with the joint venture agreement. Furthermore, such support would also benefit the company's cash management to gain maximum return, based on relevant favourable conditions.

(11) Opinions by The Audit Committee and/or Director significantly different from those by The Board of Directors : - None -

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The company hereby reports to the SET accordingly.

Faithfully yours,

**Boondee Amnuayskul**

(Mr. Boondee Amnuayskul)

Chief Executive Officer and Managing Director