



No. Lor Gor. 003/2023

February 22, 2023

President

The Stock Exchange of Thailand

Re : Grant of loan facility to G Tech Material Co., Ltd.

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 G Tech Material Co., Ltd., who is a connected person to the company, for an amount of Baht 30 million, according to the details as follows:

- (1) Transaction date : Within April, 2023
- (2) Transaction parties involved
- Lender : Thai Wacoal Plc.
- Borrower : G Tech Material 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.	G Tech Material Co., Ltd.
1. Wacoal Corp.	33.61%	50.40%
2. Saha Pathana Inter-Holding Plc.	23.06%	19.00%

The company is the second-largest shareholder in G Tech Material Co., Ltd. with holding 570,000 shares or 19.00% which is less than other connected person.

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(4) General transaction description : Provision of financial assistance by granting loan facility to connected person.

(5) Purpose of transaction : 1. To provide support to the business serving as member of the supply chain for the company.
2. For interest receivable benefit.

(6) Transaction details

Borrower's company : G Tech Material Co., Ltd.
Type of business : Manufacturer of materials for ladies' lingerie
Registered capital : Baht 300,000,000.- classified into 3,000,000 ordinary shares, with par value of Baht 100 per share.

Total loan facilities amount : Baht 30 million

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

Loan term : 12 months (April 1, 2023 - 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 by granting loan facility to connected person.

Transaction volume : Granting loan facility of Baht 30 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.

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The transaction volume was less than Baht 100 million, or less than 3% of net tangible assets (NTA), whichever may be 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 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.	G Tech Material Co., Ltd.
1. Mr. Boondee Amnuayskul	Chief Executive Officer and Managing Director	Director
2. Mr. Takuya Miura	Deputy Managing Director	Director
3. 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 transaction to grant loan facility to G Tech Material Co., Ltd., for an amount of Baht 30 million, in order 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. Furthermore, such support would also benefit the company's cash management to gain maximum return, based on relevant favourable conditions.

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

The company hereby reports to the SET accordingly.

Faithfully yours,

Boondee Amnuayskul

(Mr. Boondee Amnuayskul)

Chief Executive Officer and Managing Director