



Ref No. IR 2023.008

April 18, 2023

Subject: Notification of the establishment of a new subsidiary

Attention: The President  
The Stock Exchange of Thailand

Regarding to the Executive Committee Meeting No. 10/2023 of Sena Development Public Company Limited (“**Company**”) held on date April 18, 2023 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 companies 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 companies:**

**Sena Development H35 Co., Ltd. (“Sena Development H35”)**

The amount of common stock invested	9,998 shares
Value of investment (100 Baht per share)	999,800 Baht
Shareholding proportion	The Company holds 99.98% 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 0.01% of total assets of the Company. Based on the consolidated financial statements of the Company as of December 31, 2022.
<b>Introduction of Sena Development H35</b>	
Type of business	Real estate Juristic Person Management and/or providing project management services
<b>Registered Capital and Paid-up Capital</b>	
➤ Registered Capital and Paid-up Capital	1,000,000 Baht
➤ Ordinary shares	10,000 shares
➤ Par value	100 Baht per share
Status of <b>Sena H35</b>	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 “Sena Development H35”

Shareholder name	Number of shares (shares)	% of registered capital (%)
1. Sena Development Pcl.	9,998	99.98%
2. Mr. Theerawat Thanyalakphark	1	0.01%
3. Ms. Umaporn Thanyalakpark	1	0.01%
<b>Total</b>	<b>10,000</b>	<b>100.00%</b>

Board of directors	1. Mr. Theerawat Thanyalakphark 2. Ms. Benyalak Thanyalakpark
The objective of investment	To facilitate business expansion
The source of capital	The capital circulated from business operation

The establishment of subsidiary companies are 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 0.01% 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 December 31, 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 4.74% (The maximum transaction size based on Total value of net tangible asset criteria). Therefore, the transaction is not related to the disclosure of information in the Notification of Acquisition or Disposal of Assets.

No.	The transaction the company and sub company implemented with the associated company	Case value (Baht)	Based on Value of the Net Tangible Asset (percent)	Based on the Total Value of Consideration paid of received (percent)	Board Meeting / The Executive Committee Meeting Date
1	Approved the establishment of Sin Baan Mongkol Co., Ltd.	5,000,000	-	0.02	October 7, 2022
2	Approved the establishment of Sena Development H27 Co., Ltd.	1,000,000	-	0.01	October 21, 2022
3	SK Asset Management Company Limited (subsidiary of the Company) jointly invested in LEO SK Company Limited	5,000,000	-	0.02	November 7, 2022

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No.	The transaction the company and sub company implemented with the associated company	Case value (Baht)	Based on Value of the Net Tangible Asset (percent)	Based on the Total Value of Consideration paid of received (percent)	Board Meeting / The Executive Committee Meeting Date
4	Approved the investment in SENA J Property Public Company Limited (No. 1)	485,400,000	3.39	1.98	November 14, 2022
5	Approved the investment in SENA J Property Public Company Limited (No. 2)	194,160,000	1.35	0.76	December 6, 2022
6	Approved the establishment of Sena Development H34 Co., Ltd.	1,000,000	-	0.01	January 30, 2023
7	Approved the investment in Varat Land Co., Ltd.	210,000,000	-	0.90	April 3, 2023
8	Approved the establishment of Sena Development H35 Co., Ltd.	1,000,000	-	0.01	April 18, 2023
Total		902,560,000	4.74	3.71	

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

The establishments of new subsidiary is not included in the connected transaction. In accordance with the Notification of the Capital Market Supervisory Board No. Tor.Jor. 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 Chaisiriyasawat)  
Deputy Managing Director and Secretary of the Company

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

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