



BG Container Glass Public Company Limited

Head Office 47/1 Moo 2, Rangsit-Nakornnayok Rd., Km.7 Buengyeetho, Thanyaburi, Pathumthani 12130 Thailand

T +66 (0) 2834 7000 **F** +66 (0) 2533 1140

Branch 38th Floor Singha Complex, 1788 New Petchaburi Road, Bangkok, Huai Kwang, Bangkok 10310

T +66 (0) 2855 8900 **F** +66 (0) 2855 8991

www.bgc.co.th

Translation

9 August 2023

Subject: Resolutions of Board of Directors Meeting No. 3/2023 regarding the acquisition of assets

To: President
The Stock Exchange of Thailand

According to the resolution of the Board of Directors of BG Container Glass Public Company Limited (the "Company") No. 3/2023 on 9 August 2023 which has resolved to approve the investment of glass furnace no. 2 maintenance (Cold Repair) of the Pathumthani Glass Industry Company Limited, a wholly-owned subsidiary of the Company with total value of investment is approximately THB 1,125 million. The investment will improve production efficiency with advanced technology and increase production capacity to serve demand.

The entry into the foregoing transactions constitute the acquisition of assets 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 Disposal of Assets (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 Acquisition or Disposal of Assets, 2004 (collectively, the "Notifications on Acquisition or Disposal") per the following details:

1. Date of the transaction

The Board of Directors of the Company passed a resolution to enter into a transaction on 9 August 2023.

2. Involved parties and relationship with the Company

The Investor: The Company

Relationship: Pathumthani Glass Industry Company Limited is a wholly-owned subsidiary of the Company

3. Transaction overview

The Company intends to invest in the glass furnace no. 2 maintenance (Cold Repair) of the Pathumthani Glass Industry Company Limited with total value of investment approximately THB 1,125 million.

4. Type and size of transaction

This transaction is considered as an acquisition of assets under the Notification of the Capital Market Supervisory Board No. TorChor. 20/2551, Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets, 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 Acquisition

and Disposition of Assets, 2004 (collectively, the “Notifications on Asset Acquisition and Disposal”) with the transaction size of 6.13%, which is the maximum transaction size obtained from the total value of consideration test basis, based on the consolidated financial statements of BGC for the period ending 30 June 2023, details as follows:

Size test basis	Formula	Transaction size (%)
1. Net Tangible Asset (NTA)		
2. Net Profit from Operation		
3. Total Value of Consideration	$\frac{1,125 \text{ MB} \times 100}{18,343 \text{ MB}}$	6.13
4. Value of Shares Issued for the Settlement		Not applicable as no shares issued for the settlement

When combined with those in the past 6 months prior to the Board of Directors Meeting’s resolution to enter into the foregoing transaction, the total size is 9.75%. Thus, this transaction is considered as an acquisition of assets with transaction size less than 15% as Notifications on Asset Acquisition and Disposal.

5. Details of the acquired assets

Objective: To maintain the glass furnace no. 2 (Cold Repair) according to maintenance plan and to increase production capacity.

Address: Pathumthani Glass Industry Company Limited, 47/1 Moo 2, Rangsit-Nakhon Nayok Rd, Bueng Yitho, Thanyaburi, Pathumthani

Production capacity: To expand capacity from 200 Tons/day to 250 Tons/day

Project start: 3rd quarter of the year 2025

Commercial Run: 4th quarter of the year 2025

6. Value of transaction / acquired assets

The value of the acquired assets for glass furnace no. 2 maintenance (Cold Repair) of the Pathumthani Glass Industry Company Limited is approximately THB 1,125 million.

7. Basis for determining the value of investment

The value of an investment is in line with the Company’s capital budgeting plan, which is estimated based on construction and machinery costs that are expected to be incurred in the transaction. The Company also considers other potential benefits from the investment which will support for growth of glass packaging business of the Company.



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8. Expected benefits from the transaction

The investment will increase the group's total production capacity in order to support the increasing demand for glass packaging, support the future growth of the glass packaging business, and improve production efficiency with advanced technology.

9. Sources of fund

The Company will loan from a local financial institution, which the Company anticipates that there is no effect to the shareholder rights.

10. Terms for transaction execution

- None -

11. Opinions from the Board of Directors regarding the transaction

The Board of Directors Meeting No. 3/2023 on 9 August 2023 has passed a resolution to invest in glass furnace no. 2 maintenance (Cold Repair) of the Pathumthani Glass Industry Company Limited and expressed their opinion that the transaction is beneficial to the Company in order to serve demand and support for growth of glass packaging as well as to improve production efficiency.

12. Opinions from Audit Committee and/or Directors which are different from the Board of Director's

According to item 11, no director has different opinion from the Board of Directors of the Company.

Please be informed accordingly.

Sincerely yours,

(Mr. Silparat Watthanakasetr)

Chief Executive Officer