

(Translation)

Ref. TFMAMA 902/2024

18th September, 2024

Subject : Notification of the purchase of increase common shares in President Foods (Cambodia) Co., Ltd. and the receipt of the right to purchase increase common shares in the portion that the existing shareholder has waived their rights, which was connected transaction, resulting in President Foods (Cambodia) Co., Ltd. becoming a subsidiary company of the Company.

To : Commission and Manager
The Stock Exchange of Thailand

The Board of Directors Meeting No. 9/2024 of Thai President Foods Plc. (“the Company”) held on Wednesday, 18th September, 2024 has resolved to approve into transaction to purchase of increase common shares in proportion to the Company's shares in President Foods (Cambodia) Co., Ltd. and the receipt of the right to purchase increase common shares in the portion that the existing shareholder has waived their rights, which was related party, resulting in President Foods (Cambodia) Co., Ltd. becoming a subsidiary company, as per the following detail,

1. Transaction date : Within October, 2024
2. Related parties
 - 2.1 Right receiver : Thai President Foods Plc.
 - 2.2 Right repealer : Saha Pathanapibul Plc.
3. Connected parties and relationship : Sahapathana Inter Holding Plc. Is a major shareholder of Thai President Foods Plc. = 26.33% and Saha Pathanapibul Plc. = 24.98%
4. Transaction general description : The disposition of asset and connected transaction type of transaction relating to assets or services
5. Details of transaction
 - 5.1 Transaction nature : To purchase of increase common shares in proportion to the Company's shares in President Foods (Cambodia) Co., Ltd. and the receipt of the right to purchase increase common shares in the portion that the existing shareholder has waived their rights, which was related party

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- 5.1 Transaction nature (cont.) : Information of President Foods (Cambodia) Co., Ltd.
- Located in Cambodia
 - Manufacture of instant noodles
 - Proportion of shares before share increase 1,500,000 USD divided into 1,500,000 common shares at par value 1 USD
 - Proportion of shares before share increase 5,000,000 USD divided into 5,000,000 common shares at par value 1 USD
- 5.2 Transaction value : The increasing common shares to be allocated in the same proportion of the Company, 30%, amounting to 1,050,000 shares at the value of 1 USD per share, total amount of 35,227,500 USD.
- : The increasing common shares to be received from existing shareholder who waived their rights, 30%, amounting to 1,050,000 shares at the value of 1 USD per share, total amount of 35,227,500 USD.
 - : Total of 2,100,000 shares, totaling 70,455,000 Baht (exchange rate 1 USD = 33.55 Baht)
- 5.3 Shareholding ratio before transaction : 450,000 common shares = 30% of registered capital
- 5.4 Shareholding ratio after transaction : 2,550,000 common shares = 51% of registered capital
- The resulting in President Foods (Cambodia) Co., Ltd. becoming a subsidiary company of the Company
6. Transaction purpose : For the benefit of operation due to the business operation of President Foods (Cambodia) Co., Ltd., business operation of the same type as the Company.

7. Transaction size :

7.1 The above transaction are considered as related transaction in accordance with the notification of the Board of the Stock Exchange of Thailand, the connected transaction type of transaction relating to assets or services. The transaction is more than Baht 1 million but less than Baht 20 million, or the transaction is more than 0.03% but less than 3% of Net Tangible Asset (NTA) whichever is higher, such 0.03% of NTA value by the Company (according to the reviewed financial statements of the Company as of 30th June, 2024) stood at 9.88 million Baht, as against 3% of NTA of 988.31 million Baht. It must be approved from the Board of Director and to disclose the information to Stock Exchange of Thailand, with no required approval from the Shareholder' meeting.

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7.2 This is an asset acquisition transaction whereby, when taking into account the transactions for the past 6 months, the transaction size does not exceed 15% of the total assets of the Company. Therefore, the transaction size does not have to be disclosed to the Stock Exchange of Thailand in accordance with the criteria for entering into a significant transaction that is considered an acquisition or disposition of assets of a listed company.

8. Opinions of the Board of Directors : :

The Board of Directors (excluding the related party and no voting right director) agreed with to approve the above-mentioned related transactions on assets or service transaction. In this regard, the Board of Directors has considered and deemed that the entering into such transaction is reasonable and will be beneficial to the Company.

9. The Opinion of the Audit Committee and/or the Board of Directors which is different from the Board of Directors' Opinion as Specified in Paragraph 8 :

- None -

In this regard, the disclosure of information regarding the purchase of increase common shares in proportion of the Company in President Foods (Cambodia) Co., Ltd. and the receipt of the right to purchase increase common shares in the portion of Saha Pathanapibul Plc., the existing shareholder who waives the right, the Company must wait for the resolution of the meeting of the board of directors of Saha Pathanapibul Plc. to approve the waiver of the right to purchase increase common shares. This transaction will then be complete, which will be held on 19th September, 2024.

Please kindly be informed accordingly,

Yours sincerely,

(Ms. Sararath Tangsirimongkol)

Company Secretary

ACC/LT