

- Translation -

Lor Khor. 22/2564

9 November 2021

Subject : Approval of limit and transaction types with the connected parties for the year 2022

To: President of The Stock Exchange of Thailand

The Board of Directors of TPCS Public Company Limited., at the meeting No.5/2564 held on 9 November 2021, approved and has passed a resolution as follows:

1. The meeting considered and approved of limit and transaction types with the connected parties for the year 2022 as follow:

1.1 Transaction date: From 1 January 2022 - 31 December 2022

1.2 Connected parties and relationship: 15 companies.

No.	Name of connected parties	Relationship*
1	TPCNIC Co., Ltd.	Subsidiary Company
2	Thai Wacoal Plc.	The major shareholders
3	Saha Pathana Inter Holding Plc.	The major shareholders
4	I. C. C. International Plc.	The major shareholders
5	A Tech Textiles Co., Ltd.	The common major shareholders : SPI, WACOAL
6	G Tech Material Co., Ltd.	The common major shareholders : SPI, WACOAL
7	Eastern Thai Consulting 1992 Co., Ltd.	The common major shareholders : SPI
8	Pitakkij Co., Ltd.	The common major shareholders : SPI
9	Thai Secom Security Co., Ltd.	The common major shareholders : SPI, ICC
10	Thai Samsung Life Insurance Plc.	The major shareholder (indirect) : SPI, ICC
11	MBTS Broking Service Co., Ltd.	The common major shareholders : SPI
12	Kai IT Service Co., Ltd.	The common major shareholders : ICC
13	Pitakkij Security Co., Ltd.	The major shareholder (indirect) : SPI
14	Thai Naxis Co., Ltd.	The common major shareholders : WACOAL
15	Racha Uchino Co., Ltd.	The common major shareholders : SPI, ICC

\* Noted SPI = Saha Pathana Inter Holding Plc.

WACOAL = Thai Wacoal Plc.

ICC = I.C.C. International Plc.

1.3 The General characteristics of transaction:

Company	Types of connected transactions	Example	Total amount
15 companies as above	<u>Category 2</u> Supporting normal business transaction without general trading conditions	- Business consultancy fee - Utilities	<u>Revenue item</u> Total not over of 35 million Baht
	<u>Category 3</u> Transaction regarding rental or lease of immovable property not exceeds 3 years.	- Immovable property rental fee.	<u>Expense item</u> Total not over of 30 million Baht
	<u>Category 4</u> Transaction relating to assets or service	- Movable property rental fee - Administration Services	

1.4 Pricing and Compensation policies :

- Business consultancy fee: Fee depends on the difficult and scope of service.
- Immovable property rental fee: Set by cost plus reasonable profit.
- Assets or Service: Set by cost plus reasonable profit.

Transaction volume: Above transactions are the transactions between TPCS Public Company Limited and the connected parties, which considered to be transactions prescribed in 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, 2003 (B.E2546) and amendment.

Category 2 Supporting normal business transaction without general trading conditions.

Category 3 Transaction regarding rental or lease of immovable property not exceeds 3 years.

Category 4 Transaction related to assets or service.

as of the category 2, 3 and 4 states that having transaction volume lager than 1 million Baht but less than 20 million Baht, or otherwise more than 0.03% but less than 3% of net tangible assets (NTA), whichever may be greater.

Since 0.03% of the company's NTA as of 30 June 2021, stand at 0.67 million Baht, as compared to 3% of such amount for 67.53 million Baht,

Therefore, such transaction volume be approved by the company's Board of Directors, while at the same time being required to be duly disclosed the information to the SET, without having to seek approval from the shareholders' meeting for this matter.

- 1.5 Funding source: From the company's working capital which is adequate and does not affect the company's operations.
- 1.6 Transaction rationale: To support the business which the company invests and are the company's Supply Chain.
- 1.7 Those directors with possible conflict of interest did not attend nor casted votes.

- 1.8 Opinions of the Board of Directors: Agree to approve such transaction intended to support normal business transaction without general trading conditions, transaction regarding rental or lease of immovable property not exceeds 3 years, transaction relating to assets or service to the related company in the year 2022 in revenue an amount not exceed 35 million Baht and expense item an amount not exceed 30 million Baht.

Transaction with connected parties according to above details, as they were considered to be normal business transactions, representing reasonable prices and other conditions concerned. Furthermore, such transactions should contribute to the company's further benefits, as well as help strengthen the company's business potential further, thereby promoting mutual business developments for the parties concerned.

- 1.9 Opinions by The Audit Committee and/or Director significantly different from those by The Board of Directors: - None –

Please be informed accordingly.

Your Sincerely,

Mr.Chanin Ratanavijai

(Mr.Chanin Ratanavijai)

Director and Corporate Secretary