



TPCS PUBLIC COMPANY LIMITED
 489 Rama 3 Rd., Bang Khlo, Bang Kho Laem, Bangkok 10120
 Tel. +66 2294 0071 <http://www.tpcsplc.com> Email : tpcs@tpcsplc.com

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Lor Khor 23/2568

15 October 2025

Subject: Purchase of ordinary shares of Peng Shen Technology (Thailand) Co., Ltd. from Saha Pathana Inter-Holding PLC. (revised)

To: President of the Stock Exchange of Thailand

The Board of Directors of TPCS PLC. no.4/2568 held on 15 October 2025, resolved to approved the Company's purchase of 125,000 ordinary shares in Peng Shen Technology (Thailand) Co., Ltd. from Saha Pathana Inter-Holding PLC., at the price of 106.83 Baht per share, amounting to 13,535,750 Baht, which is considered a related transaction as the following details:

1. Date of transaction : Within October 2025
2. Related Parties
 - Buyer : TPCS PLC.
 - Seller : Saha Pathana Inter-Holding PLC.
 - Relationship : Saha Pathana Inter-Holding PLC. as a major shareholder, holding 21.91% of shares in TPCS PLC.
3. General characteristics of the transaction
 - Transaction class : Acquisition of asset from a related party within the scope of connected transactions under the Notification of the Capital Market Supervisory Board Re: Rules for Connected Transactions in the class of transaction related to assets or services with a value greater than 1 million Baht but less than 20 million Baht, or more than 0.03% but less than 3% of NTA, whichever is higher.
 It is noted that 3% of NTA as at 30 June 2025 is approximately 76.35 million Baht. As such, said transaction are required to be approved by the Company's Board of Directors and subsequently disclosed to the SET, with no required approval from the Shareholders' Meeting.
 - Transaction volume : Applicable to the regulation regarding the disposition of a listed company's assets when considering the transaction size based on the net tangible asset value criterion, the result is 0.48% (calculated from the consolidated financial statements for the



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second quarter ended June 30, 2025) which, when taking into account the transactions for the past 6 months, the size of the transaction is not more than 15 percent of the total asset value, therefore, not required to be disclosed to the Stock Exchange of Thailand in accordance with the criteria for making significant transaction that are considered to be the acquisition or disposition of assets of the listed company.

4. Details of Transaction

Ordinary shares of Peng Shen Technology (Thailand) Co., Ltd.

- Type of business : Design, research, manufacture and distribute of bare printed circuit boards (PCB).
- Registered capital : 2,500,000,000 Baht divided into 25,000,000 ordinary shares at the par value of 100 Baht per share.
- Number of shares to be purchased : 125,000 shares
- Purchase price per share : 106.83 Baht
- % holding before transaction : None
- % holding after transaction : 125,000 shares = 0.50% of registered capital

Summary of financial position and operating results

Unit : Million Baht	2023*	2024
Total revenues	0.08	4.00
Net Profit (Loss)	(8.08)	(63.92)
Total assets	1,193.05	2,935.85
Total liabilities	1.13	507.85
Total shareholders' equity	1,191.92	2,428.00

* Company registration in September 2023

5. Total value of transaction

The purchase of 125,000 ordinary shares in Peng Shen Technology (Thailand) Co., Ltd., representing 0.50% of its registered capital, from Saha Pathana Inter-Holding PLC., at the price of 106.83 Baht per share (the negotiated price and is within the fair value range based on the Price to Book Value Ratio approach, with a median of 2.02x.), amounting to a total value of 13,353,750 Baht, paying in cash at one time.

- 6. Purpose of purchase : 1. To jointly invest in a business with high growth prospects and potential.
2. To gain dividends.
- 7. Source of funding : The Company's working capital



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8. Structure of shareholding

Name of Shareholder	Shareholder Structure			
	Before transaction		After transaction	
	Amount of Share	Ratio	Amount of Share	Ratio
1. Avary Singapore Private Limited	22,499,900	89.9996%	22,499,900	89.9996%
2. Garuda International Limited	100	0.0004%	100	0.0004%
3. Saha Pathana Inter- Holding PLC.	2,250,000	9.0000%	1,125,000	4.5000%
4. I.D.F. Co., Ltd.	125,000	0.5000%	31,250	0.1250%
5. BSC So In Co., Ltd.	125,000	0.5000%	31,250	0.1250%
6. Thai President Foods PLC.	0	0	1,062,500	4.2500%
7. I.C.C. International PLC.	0	0	125,000	0.5000%
8. TPCS PLC.	0	0	125,000	0.5000%
	25,000,000	100.0000%	25,000,000	100.0000%

9. Directors with conflict of interest or being related persons who neither attended nor had the right to vote at the meeting are as follows : Miss Sirikul Dhanasarnsilp and Miss Natthakan Thanawadee

10. Opinions of the Board of Directors and the Audit Committee

Approved the purchase of shares in The Peng Shen Technology (Thailand) Co., Ltd., in accordance with the reason and details explained above. To jointly invest in a business with high growth prospects and potential, allowing the Company to receive returns in the form of dividends.

Please be informed accordingly.

Yours sincerely,

.....*Miss Darunee Supo*.....

(Miss Darunee Supo)

Authorized Person to Disclose Information

Corporate Secretary.

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