



No. SYNTEC/EX/018/2023

Date June 19, 2023

Subject The Information of providing financial support to Subsidiaries.

To: President the Stock Exchange of Thailand (SET)

Syntec Construction Public Company Limited (“Company”), would like to inform the resolution of the Board of Director’s Meeting No. 11/2017, held on 10 November 2017 regarding the approved of providing financial support to 2 subsidiaries, SCR Asset Management Co., Ltd. and C S M Capital Partners Co., Ltd. Subsequently, the Board of Directors Meeting No. 8/2018, held on 10 August 2018 regarding the approved additional financial support to another subsidiaries, PT Three Co., Ltd. and JT Ten Co., Ltd. within the same amount of financial support.

The latest resolution of the Board of Director’s Meeting No. 6/2023, held on 19 June 2023 regarding the approval of increasing financial support limit from THB 100 million to THB 150 million as summarized bellowing.

#### 1. Transactions Date

After the Board of Directors' meeting approved, expected disbursement by 30 June 2023.

#### 2. Parties involved and relationship

Borrower 1	SCR Asset Management Co., Ltd. (The Company holds shares 68.00%)
Borrower 2	C S M Capital Partners Co., Ltd. (The Company holds shares 60.00%)
Borrower 3	PT Three Land Co., Ltd. (The Company holds shares 79.98%)
Borrower 4	JT Ten Co., Ltd. (The Company holds shares 84.98%)
Lender	Syntec Construction Public Company Limited (“Company”)

#### 3. General Characteristics and Size of Connected Transaction

##### 3.1 General Characteristics

Loan Limit Not exceeding 150,000,000 Baht (One hundred fifty million baht) for 4 subsidiaries

Objective To increase the financial liquidity and repay bank debt from the 4 subsidiaries. Source of financial cash flow will be from operating activities of the Company (Profit for the period), without prejudice to the rights of shareholders or dividend payment in short and long term. According to the consolidated financial

statements ended 31 March 2023, the Company had cash and cash equivalents of 623 million baht and short-term investments of 1,952 million baht.

<u>Interest rate</u>	MLR-2.50 per annum, equivalent to Krungsri Bank offer to subsidiaries
<u>Tenor</u>	1 year
<u>Repayment</u>	Interest is quarterly basis and principal can be partial repayment or at maturity date.
<u>Collateral</u>	None

### 3.2 Size of Connected Transaction

<u>Type</u>	Providing financial support
<u>Reference</u>	According to 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 (No.2), 2004

Calculation criteria Value of the Loan > 1 million baht, but < 20 million baht or > 0.03%, but < 3% of Net Tangible Assets (NTA) whichever is higher.

**NTA calculation** = Total Assets - Total Liabilities - Intangible Assets (Non generate income) - Non-controlling interests – Deferred Income Tax

= 10,012,297 – 4,246,818 – 0 – 515,351 - 10,926 (thousand baht)

= 5,239,202 (thousand baht), which is the consolidated financial statements ended 31 March 2023,

- Intangible Asset which is excluded since it generated income i.e. software and license fee. The company do not have intangible asset which did not generate income i.e. goodwill.
- Right of use assets, the company did not deduct from the calculation since our right of use assets has generated income and be normal business operation i.e. land leasehold for hotels and camps, lease vehicles

Therefore The providing financial support of 150,000,000 baht including interest of 6,795,000 baht was 2.9927% of NTA

Action The Company get approval from the Board of Directors and inform to the Stock Exchange of Thailand



#### 4. Details of Subsidiaries

##### 4.1 SCR Asset Management Co., Ltd.

Type of Business

Investment in real estate for rent

Operation of Business Currently, there are 2 projects under operation:

1. Citadines Grand Central Sriracha is located in Sriracha, Chonburi. It has been open since March 2015. It's 8-storey building with 136 rooms, total area of 9,492 square meters.

2. Somerset Harbourview Sriracha project is not far from the first project. It has been open since January 2020. It's 19-storey building including 1 basement with 176 rooms, total area of 19,422 square meters.



The registered capital 600,000,000 Baht

Total No. of Shares 6,000,000 Shares

Type of Share Common

The director and authorized person related as follows:

1. Mr.Somchai Sirilertpanich
2. Mr.Jiramote Phahusutr
3. Mrs. Chanida Atsadathorn (Not a connected person)

Authorized persons are No.1 and 2

#### 4.2 C S M Capital Partners Co., Ltd.

Type of Business Investment in real estate for rent.

Operation of Business Ownership of Eight Thonglor Residences on 26 April 2016. It's a 15-storey building, mix use with 47 retail stores and 148 hotel rooms, total area 23,626 square meters.

The registered capital 1,360,000,000 Baht

Total No. of Shares 13,600,000 Shares

Type of Share Common

The director and authorized person related as follows:

1. Mr.Somchai Sirilertpanich
2. Mr.Jiramote Phahusutr
3. Ms. Nichaya Phahusutr

Authorized persons are 2 of 3 above persons.

#### 4.3 PT Three Land Co., Ltd.

Type of Business Investment in real estate for rent

Operation of Business X2 Vibe Phuket Patong Center is located on Prachauthid 100 year, Sai 3 road, Patong, Kratu, Phuket, not far from Jungceylon Phuket Mall. Its building is 8-storey floor with 326 rooms, total area of 22,144 sq.m. Currently, project has been postponed since we are under consideration of the impact of COVID-19 and Russia-Ukraine war. However, the project got EIA and construction permit approval.

The registered capital 120,000,000 Baht



Total No. of Shares 1,200,000 Shares

Type of Share Common

The director and authorized person related as follows:

1. Mr.Somchai Sirilertpanich
2. Mr.Jiramote Phahusutr
3. Ms. Nichaya Phahusutr

Authorized persons are 2 of 3 above persons.

#### 4.4 JT Ten Co., Ltd.

Type of Business Investment in real estate for rent

Operation of Business The project is under development named “The Standard Pattaya, Najomtien” located Najomtien Soi 10, Najomtien, Banglamung, Chonburi. It is comprised of 163 rooms with total area of 25,000 sq.m. The project is expected to be constructed in Q2/2023.

The registered capital 140,000,000 Baht

Total No. of Shares 1,400,000 Shares

Type of Share Common

The director and authorized person related as follows:

1. Mr.Somchai Sirilertpanich
2. Mr.Jiramote Phahusutr
3. Mr. Chairat Sangthong (Not a connected person)

Authorized person are 2 of 3 above person

#### 5. Information to Financial Statements of Company : Consolidated for 3 months periods ended 31 March 2023

Total Assets (thousand baht)	10,012,297
Total Liabilities (thousand baht)	4,246,818
Total Equity (thousand baht)	5,765,479
Total Revenues (thousand baht)	1,806,148
Total Expenses (thousand baht)	1,797,478
Net Profit for the period (thousand baht)	5,034

Cash and Cash Equivalents (thousand baht)	623,130
Short Term investments (thousand baht)	1,952,378

#### 6. More Information

The only Company has provided financial support to Subsidiaries without any loan support from other shareholders by under proportion since this financial support, short-term loans is not over 1 year. In case of they need more working capital in the future, it will be considered to increase capital or support the loan as proportional shareholding. Currently, the Company has sufficient fund and good operating results to provide financial support without affecting the Company's core business. The company is also able to monitor their performance of the subsidiaries regularly which means the company can keep the investment benefit in subsidiaries. However, the company plans to have an annual review of the transaction and will seek the Board of Director approval each year. In case of exceeding NTA, the company is going to call the loan immediately in order to keep our defined criteria.

#### 7. Opinion of the Board of Directors

The meeting considered the reasons and necessity, the resolution to provide amount not exceeding 150,000,000 Baht (One hundred Fifty million baht) for all of 4 subsidiaries are used within this limit with the conditions as specified above. The Board of Directors who have conflict of interest in the connected transaction did not participate in this agenda.

#### 8. Opinion of the Audit Committee is different opinion of the Board of Directors

- None –

Please be informed acknowledgment in compliance with the regulations of the Stock Exchange of Thailand and dissemination to the public investors.

Sincerely yours,



(Mr.Somchai Sirilertpanich)

Chief Executive Officer

Syntec Construction Public Company Limited