



**Prakit Holdings Public Company Limited**

88 SOI SUKHUMVIT 62 SECTION 3, PHRA KHANONG TAI, PHRA KHANONG, BANGKOK 10260, THAILAND.  
TEL : (66-2) 715 – 3000 FAX : (66-2) 332 – 8522, 332-8544

AC. 11/2021

September 28, 2021

Subject : The Acquisition of Assets (Revised)

To : President  
The Stock Exchange of Thailand

Attachment 1. Information Memorandum on the Acquisition of Assets

Board of Directors' Meeting of Prakt Holdings Company Limited (“the Company”) would like to inform the resolution No.8/2021 held on September 28, 2021, at the office no. 88 Sukhumvit 62 section 3, Phrakhanong Tai, Phrakhanong, Bangkok, as follows.

To approve the Company in the entering into the acquisition of assets on the purchase of land and 8 floor office building with basement at Soi Sukhumvit 62, Phrakhanong Tai, Phrakhanong, Bangkok at the total value of 223,000,000.00 Baht

In this regard, these abovementioned transactions are not the related transactions by the Notification of the Capital Market Supervisory Board No. Tor Jor 21/2551 Re: Rules on Connected Transactions (include additional Notification), which refers to the Notification of the Stock Exchange of Thailand Re: Disclosure of information and other acts of listed companies concerning the Connected Transaction B.E.2546 (include additional Notification).

These transactions are classified as an acquisition of assets of the Company pursuant to the Notification of the Capital Market Advisory Board No. Tor Jor. 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 B.E. 2547, the total value and more details of the transaction are shown in the Information Memorandum on the Acquisition of Assets enclosed herein.

Moreover The Company has to notify its shareholders in writing of these decisions to enter into these transactions within 21 days from the date reported to SET.

Please be informed accordingly.

Sincerely Yours,

Prakit Apisarnthanarax  
Chairman of the Board

**บริษัท ประกิต โฮลดิ้งส์ จำกัด (มหาชน)**

88 ซอยสุขุมวิท 62 แขวงพระโขนงใต้ เขตพระโขนง กรุงเทพฯ 10260 โทร : (66-2) 715-3000 โทรสาร : (66-2) 332-8522, 332-8544

Information Memorandum on the Acquisition of Assets  
Of  
Prakit Holdings Public Company Limited (“the Company”)

## 1. The date on which the transaction occurs :

Resolution of the Board of Directors Meeting No.8/2021 on September 28, 2021

## 2. Relate Parties and Relationship with the Company

Buyer : Prakit Holdings Public Co.,Ltd.

Seller : Seven Utilities and Power Public Co.,Ltd. which has no relationship and any relation with the Company

## Major Shareholders

Rank	Major Shareholders	% Shares
1	Phahana Investor Company Limited***	18.52
2	Pol.Maj.Gen. Somyot Poompanmoung	9.94
3	Mr. Ratchata Poompanmoung	4.99
4	Mr. Wirot Nookamdee	4.25
5	Ms. Jerdnapang Thamchuanviriya	2.61
6	Mr. Kajorn Panarut	2.52
7	Mr. Suvicha Panichpol	2.16
8	Mr. Tharatip Tarathamrat	2.09
9	Mr. Chaowarat Vadepinyo	2.08
10	Mr. Adul Boonrawd	2.02
11	Mr. Tirapol Noparumpa	2.02

\*\*\* Shareholders 1 Thai Company and 5 Thais :

- |  |                                |
|--|--------------------------------|
| 1. Krungthai Land Development Co.,Ltd. | 2. Mr.Pichit Pornsiriporn      |
| 3. Mr. Apichart Busayarath             | 4. Mr. Tharathip Tarathamrat   |
| 5. Miss Prael Phathasakhon             | 6. Miss Nichmon Kaorakittiwong |

## Board of Director

Name	Position	Start Date
Sqn.Ldr. SITA DIVARI	CHAIRMAN / INDEPENDENT DIRECTOR	26/01/2018
Mr. SITTICHAJ KRITVIVAT	CHAIRMAN OF THE EXECUTIVE DIRECTORS	17/10/2019
Mr. MONTHEP MAPIAM	CHIEF EXECUTIVE OFFICER (ACTING)	11/08/2020
Pol.Capt. RATCHATA POOMPANMOUNG	DIRECTOR	26/08/2020
Mr. PATHRLAP DAVIVONGSA	DIRECTOR	03/07/2020
Mr. MANA KITIRAT	DIRECTOR	14/08/2019
Mr. MONTHEP MAPIAM	DIRECTOR	04/11/2020
Mr. GEERADAJ WINTHAI	DIRECTOR	07/09/2021
Mr. TORPHONG CHAIYASAN	CHAIRMAN OF THE AUDIT COMMITTEE / INDEPENDENT DIRECTOR	01/11/2019
Mr. EKATIP TIPPAVANG	AUDIT COMMITTEE / INDEPENDENT DIRECTOR	26/01/2018
Mr. NITIPAT AMNATTHALOENGSAK	AUDIT COMMITTEE / INDEPENDENT DIRECTOR	08/04/2021

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

#### Calculation of the Transaction size

The Value of the transaction is 223,000,000.00 baht is equal to 17.91% pursuant to the total Value of Consideration basis and the calculation based on the Company's consolidated financial statement of the period ended June 30, 2021. When combining the acquisition of other assets in the last 6 months, the transaction size is equal to 20.32% of the total assets of the Company's consolidated financial statement of the period ended June 30, 2021. The purchase price is from agreement between buyer and seller by considering on valuation by Value Asset Co.,Ltd. an appraisal of Valuation Company which approved by the office of SEC. The Valuation company evaluated by Cost Approach method on November 2, 2020 and the valuation amount is 222,649,440 Baht

#### Payment Terms :

The Company will pay 100,000,000.00 Baht when making a contract and pay the remain when registering the land transfer. Seller will be responsible for the transfer registration fee.

#### The details of Calculation of the Transaction size

Calculation Basis	Transaction size
1. Net Tangible Asset Value	N/A because it is a purchase of asset
2. Net Profit	N/A because it is a purchase of asset
3. Total Value of consideration *	17.91% *
4. Total Value of Securities	N/A because it is a purchase of asset

\*The Total assets according to the Company's consolidated financial statement as of June 30, 2021 is equal to 1,244,808,298 baht. The transaction size  $(223,000,000 \times 100) / 1,244,808,298 = 17.91\%$

The above transaction is an asset transaction in which the size of the transaction on the Total Value of Consideration basis is 17.91% of total assets. Which is classified as the acquisition of assets of type 2 according to the announcement of acquisition or disposal. The Company has a duty to disclose the transaction to the Stock Exchange of Thailand (SET) and send a notification to shareholders within 21 days from the date of disclosure of the transaction to SET.

### 4. Summary of details of acquired asset

Location : Sukhumvit 62, Phrakanong Tai, Phrakanong, Bangkok.

Asset : Land 3 deeds, total 385 square wah and 8 floor office building with basement (total area approximate 8,000 square metre).

### 5. Total Value of Consideration

The total value of the consideration of the acquisition on of assets consists of the total Value 223,000,000 baht.

6. Value of Acquired Assets

Value of Acquired Asset is 223,000,000 baht, equal to the total Value of Consideration.

7. Basis of Determination of the Value of Consideration

Price of acquired asset is from agreement between buyer and seller by considering on valuation by appraisal of Valuation Company which approved by the office of SEC.

8. Anticipated Benefits from the Transactions

The land and building to be purchased are located near to the Company's current office building. As these existing premises are almost fully utilized and cannot be expanded, this transaction will support the Company's future business expansion plans.

9. Source of Funding

Working capital and cash from operating results of the Company.

10. Opinion of the Board of Directors concerning entering into the transaction

The Board of Directors has opined that this transaction of asset acquisition of the Company is beneficial to the Company's business expansion and support the Company's growth in the future.

11. Opinion of the Audit Committee or Directors which is different from the Board of Directors

-None-

Signature

(Mr.Prakit Apisamthanasax)

Chairman of the Board