



บริษัท ไทยสแตนลีย์การไฟฟ้า จำกัด (มหาชน)
THAI STANLEY ELECTRIC PUBLIC COMPANY LIMITED

29/3 หมู่ 1 ถนนบางพูน-รังสิต ตำบลบ้านกลาง อำเภอเมือง จังหวัดปทุมธานี 12000 ประเทศไทย TEL : 0-2581-5462 , 0-2977-9555 ทะเบียนเลขที่
29/3 MOO 1 BANGPOON-RUNGSIT ROAD, BANGLANG, MUANG, PATHUMTHANI 12000 THAILAND FAX : 0-2581-5397 0107536000765

Ref. IR2010

May 15, 2020

Subject Connected Transaction : Approved Agreement of New Cost Management System and Software License for FY2020 with Stanley Electric Company Limited , Japan (Revised)

Attention President
The Stock Exchange of Thailand

Thai Stanley Electric Public Company Limited 's Board of Director's Meeting No.2/2020 held on May 15, 2020 on 3.00 – 5.00 p.m. passed the following resolutions concerning to approve Agreement of New Cost Management System and Software License for fiscal year 2020 with Stanley Electric Co.,Ltd., Japan , connected person that holding 100% to Stanley Electric Holding Asia – Pacific PTE (Singapore) that is our major shareholders (35.66% share holding) , details as follows :

1. The date on which the transaction will occur : June 1, 2020

2. The parties involved :

Stanley Electric Co.,Ltd. , Japan , be the major shareholder (holding 100%) of Stanley Electric Holding Asia – Pacific PTE (Singapore) that is our major shareholders (35.66% share holding)

3. Type of connected transaction : The supporting ordinary and normal business transaction

4. The details of connected transaction :

4.1 The New Cost Management System is a software system for management costs. Implement and used in Stanley group only.

4.2 The Software License for Product Design system that used in Stanley group only.

5. Size of transaction :

5.1 The New Cost Management system program for fiscal year 2020 amount 37,263,000 Yen or 11,458,819.66 Baht and contact for one year.

5.2 The Software License for fiscal year 2020 amount 4,770,000 Yen or 1,466,431.56 baht. and contact for one year

Total amount of 2 agreements are 42,033,000 Yen or 12,922,121.12 baht

(Exchange rate from The Bank of Thailand as date May 8, 2020 1 Yen = 0.307428 Baht)

6. The Board opinion : The Board of Director meeting has unanimously approved the Agreement of New Cost Management System and Software License System , They noted that it is useful in the management of production costs , the director who has conflict of interest with Stanley Electric Co.,Ltd. that 3 directors are Mr.Koichi Nagano , Mr.Tadao Suzumura and Mr.Katsutoshi Iino have not right to vote and The Audit Committee not have other comment from The Board of Director.



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The above transaction is classified as a connected transaction which a supporting ordinary and normal business transaction with outside normal commercial term , and the compensation not derived from the underlying value or assets , that charges are based on the normal practice and underlying value of assets of companies in the same industry. The transaction 12,922,121.12 baht are moderate significance level 2 more than 1 million baht but less than 20 million baht or more than 0.03% (as 4,870,204.45 baht) but less than 3% (as 487,020,444.96 baht) of Net Tangible Assets of the Company (as 16,234,014,832 baht) as at March 31, 2020.

The criteria for determining value of transaction from Stanley Electric Co., Ltd. The New Cost Management System is calculated from the development cost of the program. Divided by the proportion of cost of sales of each company that as a program for cost reduction. The criteria apply to global Stanley subsidiaries., The Software License is a program developed and used in the Stanley Group calculated by the number of user who are eligible specified by each company.

And these transaction is not enter any bases disclosure of an acquisition or disposition of assets of listed company , Re. Rules , Procedures and disclosure as notification of The Stock Exchange of Thailand.

Submitted for your information.

Yours Faithfully ,

(Mr. Apichart Lee-issaranukul)

Executive Chairman