



บริษัท ซัสโก้ จำกัด (มหาชน)
139 ถนนราษฎร์บูรณะ แขวงคลองมอญ
เขตราษฎร์บูรณะ กรุงเทพมหานคร 10140
SUSCO PUBLIC COMPANY LIMITED
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TRANSLATION

SorKor.Kor. 228/2564

May 31, 2021

Subject : The grant of financial assistance to associated company, Siam Mongkol Marine Co., Ltd., which is connected transaction

To : The President
The Stock Exchange of Thailand

The Board of Directors of SUSCO Public Company Limited (the Company) in its special agenda meeting No. 1/2021 held on May 31, 2021, resolved to approve the bridging loan to Siam Mongkol Marine Co., Ltd., which is an associated company, in the amount of not more than Baht 10,000,000 in order to enhance liquidity for such associated company. At present, the Company holds 18.6908 percent of the registered capital of shares of Siam Mongkol Marine Co., Ltd. The details are as follows:

1. **Date of the Transaction** May 31, 2021
2. **Related Parties and Relationship with the Company**
 - Grantee : Siam Mongkol Marine Co., Ltd.
 - Grantor : SUSCO Public Company Limited (The Company)
 - Relationship with the Company : Siam Mongkol Marine Co., Ltd. is an associated company of the Company with the Company's Directors who are connected persons holding higher than 10.00% of paid-up capital

3. **Details of the Transaction**

- Overview of Siam Mongkol Marine Co., Ltd. :

Company Registration Name	Siam Mongkol Marine Co., Ltd.
Directors	1. Mr. Thawatchai Simaroj 2. Mr. Marvee Simaroj 3. Mr. Amarin Simaroj 4. Mrs. Chutima Kerdchuen as of May 31, 2021
Registered Capital	Baht 130 million

Major Shareholders	Shareholders as of December 31, 2020		
	Shareholders	No. of Shares	Percentage (%)
	1. SUSCO Public Company Limited	2,429,800	18.6908
	2. Mr. Pimuk Simaroj	2,300,000	17.6923
	3. Mr. Marvee Simaroj	1,924,550	14.8042
	4. Mr. Thawatchai Simaroj	1,845,367	14.1951
	5. Ms. Sudthida Ratanarak	1,100,000	8.4615
	6. Other Shareholders	3,400,283	26.1561
Total	13,000,000	100	

Connected Persons of the Company	Mr. Pimuk Simaroj, Mr. Chairit Simaroj, and Mr. Marvee Simaroj
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- Type of the transaction Connected transaction in the category of granting of the financial assistance
- Credit facility Not more than Baht 10,000,000 without collateral guarantee
- Interest rate 4.70% per annum
- Interest payment Monthly
- Interest Receivables Not more than Baht 470,000 from May 31, 2021 to May 30, 2022
- Objective For associated company to be used as working capital
- Conditions that affects Shareholders None

4. Total Value, Size of the Transaction and Criteria to Value the Transactions

The mentioned transaction is considered as a connected transaction, Category 5 the grant of financial assistance to the Notification of the Capital Market Supervisory Board No. TorChor. 21/2551, Re: Rules on Connected Transactions 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 Connected Transactions B.E. 2546.

The total loan and interest receivables for one year are not more than Baht 10,470,000 or 0.591 percent of the net tangible assets value of the Company, which equaled to Baht 1,771,439,909, based on the Company's Consolidated Financial Statements for the period ended 31 March 2021. When combining connected transactions with the same connected person or its related persons or its close relatives in the past 6 months of the company, the total transaction size is 0.887 percent of the net tangible assets value of the Company.

The connected transaction constitutes less than Baht 100 million or less than 3 percent of the net tangible assets (whichever amount is lower) in accordance with the Notifications on Connected Transaction. Therefore, the Company is required to get approval to enter the transaction from the Board of Directors' meeting and disclose information to the Stock Exchange of Thailand.

5. Source of Funds

The Company's working capital as shown in the Statement of Financial Position as of March 31, 2021, in Statement of cash flows, cash and cash equivalents remaining amount of Baht 476 million

6. Directors Having Conflicts of Interest and/or Directors Being Connected Persons

Mr. Pimuk Simaroj, Mr. Chairit Simaroj, and Mr. Marvee Simaroj are Directors with vested interest and connected persons who did not vote for this transaction.

7. Opinion of the Audit Committee

The Board of Directors has considered that the transaction mentioned herein is reasonable and the interest rate is appropriate, which will help liquidity management to run business going concern of the aforementioned associated company deriving positive effect to the Company as a major shareholder in long term.

8. Opinion of the Board of Directors

The opinions of the Board of Directors are consistent with the opinions of the Audit Committee and resolved the aforementioned connected transaction.

Please be informed accordingly.

Sincerely yours,

(Chairit Simaroj)

Managing Director