



KCE 007/2024

October 29, 2024

Re: The Establishment of a New Subsidiary and investment in subsidiary
To: President
The Stock Exchange of Thailand

KCE Electronics Public Company Limited (the "Company"), hereby inform that from the Company's Board of Directors meeting No.11/2024 on October 28, 2024, a resolution was passed to approve the establishment of a new subsidiary and additional investment in the subsidiary. This is part of the company's business expansion strategy, with key details summarized as follows:

Transaction 1 Establishment of a New Subsidiary

Company name	CIRCUIT HOLDING CO., LTD.
Date of Company	Early Q4, 2024
Establishment	
Shareholder structure	KCE holds 99.97%
Board of Directors	Mr.PitharnOngkosit, Mr. AthasidhOngkosit and Mr. Rachaphol Suntanaphan
Registered Capital	1,000,000 Baht 10,000 shares with 100 Baht per share, paying the full value of the shares Totally amount 1,000,000 Baht (100%of registered capital)
Head Office	100/61 Vongvanij Building B,Floor 21 Rama 9 Road, HuaiKhwang Sub-District,HuaiKhwang District, Bangkok
Primary Objective	To invest in other businesses and/or to partner with other entities in projects deemed suitable by management and/or aligned with the company's business operations.
Expected Benefits	Return on investment that will generate regular income for the company in the future.
Source of Funds	Working Capital of the Company

Transaction2 Circuit Holding Co.,Ltd,invests in purchasing 100% of the shares in International Circuits Limited

The investment in shares of International Circuits Limited, a company incorporated under the laws of the United Kingdom with a significant customer base and assets vital to the business of distributing printed circuit boards, will be made by purchasing 100% of International Circuits Limited's shares from existing shareholders. The total investment

value will not exceed GBP 9 million, approximately equivalent to Bt396 million(based on the BOT exchange rate of October 29, 2024 at Bt44.16)

Transaction date	In Q4, 2024
Buyer	Circuit Holding Co.,Ltd.
Sellers	The existing shareholders of International Circuits Limited

The seller has no relationship as a shareholder or director of the company and is not a connected party under the Capital Market Supervisory Board's Notification No. TorJor.21/2551(2008) on Criteria for Connected Transactions and the Stock Exchange of Thailand's Notification on Disclosure and Operations of Listed Companies in Connected Transactions B.E.2546(2003) (including amendments). Therefore, this transaction does not qualify as a connected transaction according to the above-mentioned notifications.

Description of the transaction	Circuit Holding Co.,Ltd, invests in purchasing 100% of the shares in International Circuits Limited
Registered capital	GBP100,000,consisting of 100,000 sharesatGBP 1per share
Type of Business	A business distributing printed circuit board products with a customer base in the United Kingdom and other countries across Europe.
Investment Value	Price per share is GBP 90, totaling GBP 9 million. Payment scheduled on October 29, 2024, up to GBP 5 million, approximately Bt220 million (based on the BOT exchange rate as of October 29, 2024). The remaining amount, up to GBP 4 million, is expected to be paid in December 2024.
Transaction Execution	Early Q4 of 2024, subject to the terms and conditions of the agreement between the buyer and seller.
Source of Funds	Bank loan
Objectives and Expected Benefits from the Investment	<ul style="list-style-type: none"> - To align the company's marketing strategy with its strategic goals more effectively. - To fully control sales through the company's own distributors. - To improve management of sales office expenses in the European region, contributing to increased profit share and assets in the company's consolidated financial statements, which will benefit the group's financial standing overall.

Transaction3Circuit Holding Co.,Ltd. repays the outstanding debt that International Circuits Limited owes to its group of shareholders

Description of the transaction	Circuit Holding Co.,Ltd.repays the outstanding debt that International Circuits Limited owes to its group of shareholders
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Investment value GBP14 million,approximately Bt616 million (based on the BOT exchange rate as of October 29, 2024 at Bt44.16).
Bt616 million(BOT exchange of October 29, 2024)

Source of Funds Bank loanand International Circuits Limited working capital

For the transaction size calculated according to the Stock Exchange of Thailand's notifications on the acquisition or disposition of assets by listed companies, including transactions made within the six months preceding the agreement date, the size is less than 15%. Therefore, it does not qualify as a reportable transaction under the Capital Market Supervisory Board's Notification No. TorJor.20/2551(2008) on Significant Transactions Qualifying as Acquisition or Disposition of Assets, and the Stock Exchange of Thailand's Notification on Disclosure of Information and Conduct of Listed Companies in Acquisition or Disposition of Assets B.E. 2547(2004) (including amendments).

Please be informed accordingly.

Sincerely yours,



(Mrs. VoraluksanaOngkosit)

Executive Vice Chairperson

