



(English Translation)

14 May 2021

Subject : Notification on the investment by purchasing the newly issued ordinary shares in the capital increase of XSpring Capital Public Company Limited

To : President
The Stock Exchange of Thailand

Sansiri Public Company Limited ("the Company") would like to report the important resolution of the Board of Directors' Meeting No. 4/2021, held on 14 May 2021 to the Stock Exchange of Thailand that summarized as follows:

The Board of Directors (exclusive of those with vested interests on this matter) has approved the investment in XSpring Capital Public Company Limited ("XSpring") (*which operates a business of investing in various interesting businesses both in Thailand and overseas to aim for a return on investment*) by purchasing the newly issued ordinary shares in the capital increase of XSpring which will be offer and allot as Private Placement in the number of 403,379,000 shares, at the offering price of Baht 4.10 per share, totaling Baht 1,653,853,900.00, equivalent to shareholding percentage of 15% of the total paid-up capital of XSpring. Main objective for this investment is to diversity the Company's portfolio to financial and brokerage service.

Once the Company has been allocated the said capital increase ordinary shares, it must be one of shareholders who is entitled to subscribe for the Rights Offering shares of XSpring in proportion to its shareholding after XSpring has been complete the offering of new ordinary shares to such Private Placement in a ratio of 1 existing ordinary share to 2 new ordinary shares at the price of Baht 0.50 as well.

The Company has delegated the power to Mr. Srettha Thavisin, Chief Executive Office and President to consider and proceed any matters necessary for, relating to, and/or associating with the purchasing of the newly issued ordinary shares in the capital increase of XSpring including without limitation to the followings:

(1) Negotiate, consider the details, making agreements, determine, and/or changing any terms and conditions necessary, payment, and/or executing documents and agreements, and/or other documents related to such acquisition (if any).

(2) Perform any other appropriate, relevant, and/or subsequent acts in connection with the acquisition of the said newly issued ordinary shares in capital increase, as required by applicable laws and/or regulations.

Hence, according to the Company's latest consolidated financial statement ended 31 December 2020, the total transaction size of Acquisition of the newly issued ordinary shares in the capital increase. Transaction based on the total value of consideration paid criteria, which gives the highest value, is equivalent to 1.83 percent. After calculating all acquisition transaction of the Company during the past 6 months, the total size of acquisition transaction of the Company will be equal to 2.58 percent, which does not fall within criteria under the Notification of the Capital Market Supervisory Board No. TorChor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets, and does not fall within the disclosure requirement under 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 Disposal of Assets, B.E. 2547 (as amended).

Thus, the transaction, is not considered a connected transaction under 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 (as amended). However, the two companies have common directors as follows:

1. Mr. Wanchak Buranasiri, the Company's director, holds the office of the Chief Executive Officer and the director of XSpring.
2. Mr. Jesadawat Preabjariyawat, the Independent Director and Chairman of the Audit Committee of the Company, holds the position of the director of XSpring.
3. Mr. Kittichai Raktakanit is an Independent Director of both companies.

Please be informed accordingly.

Yours sincerely,

(Mr. Apichart Chutrakul)
Chairman of the Board of Directors