



K. W. METAL WORK PUBLIC COMPANY LIMITED

Head office 259/83 Sukhumvit 71 road, Phrakhanong-nur, Wattana, Bangkok

Branch 1 300/142 Moo. 1 Tambon Tarsit, Amohoe Pluag-daeng, Rayong

Branch 2 300/138 Moo. 1 Tambon Tarsit, Amohoe Pluag-daeng, Rayong

KWM018/2021

August 26, 2021

Subject : Notification of the Establishment of new subsidiary

To : President

The Stock Exchange of Thailand

K. W. Metal Work Public Company Limited (“Company”) hereby informs that the Board of Directors Meeting No.6/2021 held on August 26, 2021 at 13:00 hrs. has passed a resolution of the establishment of Company’s subsidiary. The details are as follows:

Name of Company KWHB Co., Ltd.

Date of transaction August 26, 2021

Nature of Business Manufacture and sell herbal products, mainly focus on supplements.

Registered Capital and Shares 20,000,000 Baht, divided into 200,000 ordinary shares at a par value 100 Baht per share.

Ratio of Investment KWM holds 51 percent of issued and paid-up share capital, equivalent to Baht 10,200,000 Baht.

Shareholding Structure Consist of 14 shareholders as follows:

1. K. W. Metal Work Public Company Limited holds 102,000 shares, equivalent to 51 percent.
2. Mr. Ukrit Vanagosoom holds 2,000 shares, equivalent to 1 percent.
3. Mr. Uthen Pattananiphol holds 8,000 shares, equivalent to 4 percent.
4. Mr.Chirawut Patpongkul holds 8,000 shares, equivalent to 4 percent.
5. Miss Buntita Pancharoen holds 8,000 shares, equivalent to 4 percent.
6. Mr. Kreetah Weeranantanaphan holds 8,000 shares, equivalent to 4 percent.
7. Mr. Kovit Pongchompoo holds 8,000 shares, equivalent to 4 percent.

¹Total assets of the Company as specified in the interim financial statements as of June 30 is Baht 541.23 million.



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8. Mr. Prakob Wongpolwat holds 8,000 shares, equivalent to 4 percent.
9. Mr. Somnuek Suchaitanvanit holds 8,000 shares, equivalent to 4 percent.
10. Mr. Surapong Ambhanwong holds 8,000 shares, equivalent to 4 percent.
11. Miss Ratana Cheewathamrat holds 8,000 shares, equivalent to 4 percent.
12. Mrs. Prakongsiri Booncong holds 8,000 shares, equivalent to 4 percent.
13. Mr. Kritchasorn Chantarukkhagullacha holds 8,000 shares, equivalent to 4 percent.
14. Mr. Preecha Sangtherapitikul holds 8,000 shares, equivalent to 4 percent.

Source of fund	Working capital of the Company.
Board of Directors	Consist of 4 directors as follows: <ol style="list-style-type: none">1. Miss Tiyaophon Vanagosoom2. Mr. Ukrit Vanagosoom3. Mr. Kovit Pongchompoo4. Mr. Prakob Wongpolwat\
Connected Characteristics	This transaction is not a connected transaction with the Notification of the Capital Market Supervisory Board No. TorChor.21/2551.
Transaction size	The Company computes the value of transaction based on the value of the consideration. $= \frac{\text{The value given or received} \times 100}{\text{Total assets of the Company}^1}$ $= \frac{10.20 \times 100}{541.23}$ $= 1.88\%$

The establishment of subsidiary is to expand the market of herbal products. This cooperation between our partner who are expertise in Herbal field and the Company's strong point of machinery development, can help improve the herbal goods and introduce to the market in the future.

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The establishment of subsidiary company is considered to be an acquisition of assets of the Company. According to the Notification of the Capital Market Supervisory Board No. TorChor.21/2551 Re: Rules of Entering into Material Transactions Deemed as Acquisition or Disposition of Assets (as amended) and 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 of Disposition of Assets B.E. 2547 (as amended). The maximum transaction size is 1.88% based on total value of consideration, which is the maximum transaction size calculated from consolidated financial statements of the Company that has been reviewed by the auditor, the certified public accountant as of June 30, 2021. Moreover, all acquisition of assets transactions occurred during 6 months prior to the date of transaction has total transaction size which is less than 15% of total assets of the Company. Therefore, the transaction is not acquisition of assets subject to disclose information.

However, the Company is obliged to report such investment to be in accordance with the Regulations of the Stock Exchange of Thailand Re: Rules, Conditions and Procedure Governing the Disclosure of Information and Other Acts of a Listed Company, as this is the case where the Company acquire investments in other companies which result them to be the subsidiaries of the Company.

Please be informed accordingly.

Yours sincerely

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(Miss Tiyaophon Vanagosoom)

Managing Director

K.W. Metal Work Public Company Limited

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