
Twenty-Four Con & Supply Public Company Limited

89 AIA Capital Center Building, 9th Floor, Room 901 Din Daeng Subdistrict, Din Daeng District, Bangkok

6 January 2025

Subject: Notification of the Company's Capital Increase Registration

To: Directors and Managers
The Stock Exchange of Thailand

As resolved in the Extraordinary General Meeting of Shareholders No. 1/2024 of Twenty-Four Con & Supply Public Company Limited (the "**Company**"), held on 19 December 2024, the meeting approved an increase in the Company's registered capital by THB 148,750,000, from the original registered capital of THB 215,000,000 to the new registered capital of THB 363,750,000 by issuing 297,500,000 newly issued ordinary shares at a par value of THB 0.50 per share. The meeting also approved the amendment of Clause 4 of the Company's Memorandum of Association to reflect the increase in registered capital, as detailed in the meeting resolution. The Company hereby informs you that it has completed the registration of capital increase and the amendment of Clause 4 of the Memorandum of Association with the Department of Business Development, Ministry of Commerce, on 24 December 2024.

Please be informed accordingly.

Sincerely yours,

(Mr. Santi Maneewong)
Director

Twenty-Four Con & Supply Public Company Limited

89 AIA Capital Center Building, 9th Floor, Room 901 Din Daeng Subdistrict, Din Daeng District, Bangkok

6 January 2025

Subject: Execution of Agreements for Investment in Technology Intelligence Co., Ltd., Dr. Jel Co., Ltd., Organics Innovations Co., Ltd., and Organics Greens Farm Co., Ltd.

To: Directors and Managers
The Stock Exchange of Thailand

As approved by the Extraordinary General Meeting of Shareholders No. 1/2024 of Twenty-Four Con & Supply Public Company Limited (the "**Company**"), held on 19 December 2024 the resolution granted approval for the investment in (1) Technology Intelligence Co., Ltd. ("**TI**"), (2) Dr. Jel Co., Ltd. ("**DRJ**"), (3) Organics Innovations Co., Ltd. ("**OIN**"), and (4) Organics Greens Farm Co., Ltd. ("**OGF**").

The Company would like to inform you that on 6 January 2025 the Company executed the following agreements:

1. Entire Business Transfer Agreement with Creative 9 Holding Company Limited to transfer the entire business of Creative 9 Holding Company Limited, which includes 49,999 shares in TI, representing 99.998% of the total issued and paid-up shares of TI.
2. Share Purchase Agreement with Ms. Pattamavadee Chumsang to purchase 1 share in TI, representing 0.002% of the total issued and paid-up shares of TI.
3. Entire Business Transfer Agreement with Organics Holding Corporation Co., Ltd. to transfer the entire business of Organics Holding Corporation Co., Ltd., which includes the following shares:
 - a. 24,500 shares in DRJ, representing 49.00% of the total issued and paid-up shares of DRJ.
 - b. 24,500 shares in OIN, representing 49.00% of the total issued and paid-up shares of OIN.
 - c. 24,500 shares in OGF, representing 49.00% of the total issued and paid-up shares of OGF.
4. Entire Business Transfer Agreement with Organics Asset Holding Corp Co., Ltd. to transfer the entire business of Organics Asset Holding Corp Co., Ltd., which includes the following shares:
 - a. 25,500 shares in DRJ, representing 51.00% of the total issued and paid-up shares of DRJ.
 - b. 25,500 shares in OIN, representing 51.00% of the total issued and paid-up shares of OIN.
 - c. 25,500 shares in OGF, representing 51.00% of the total issued and paid-up shares of OGF.

The Company expects that the investment transactions under the aforementioned agreements will be completed by 10 January 2025. The Company will provide further updates as progress is made.

Please be informed accordingly.

Sincerely yours,

(Mr.Santi Maneewong)

Director

Twenty Four Con and Supply Public Company Limited

89 AIA Capital Center Building, 9th Floor, Room 901 Din Daeng Subdistrict, Din Daeng District, Bangkok

6 January 2025

Subject: The Determination of the Subscription and Payment Dates for the Newly Issued Ordinary Shares of Twenty Four Con and Supply Public Company Limited, Allocated to Private Placement

To: Directors and Managers
The Stock Exchange of Thailand

As approved by the Extraordinary General Meeting of Shareholders No. 1/2024 of Twenty Four Con and Supply Public Company Limited (the “**Company**”), held on 19 December 2024 the resolution granted approval for the Company to increase its registered capital, including the allocation of up to 55,000,000 newly issued ordinary shares with a par value of THB 0.50 per share, totaling up to THB 220,000,000. These shares will be offered for private placement to 4 individuals (collectively referred to as “**Investors**”), all of whom are not related parties of the Company under the relevant related-party transaction announcement. The details of the share allocation are as follows:

- (1) The allocation of up to 30,000,000 newly issued ordinary shares, with a par value of THB 0.50 per share, representing 6.19% of the total issued and paid-up shares of the Company (calculated based on the total number of shares after the new shares are issued for private placement), at an offering price of THB 4.00 per share, totaling up to THB 120,000,000. These shares will be allocated to 2 investors, with the objective of using the proceeds as compensation for the purchase of shares in TI (“**Newly Issued Ordinary Shares for the Purchase of TI Shares**”), as per the following list:

No.	List of shareholders receiving allocation of newly issued ordinary Shares	Number of Shares Allocated (Shares)	Total Capital Increase (THB)
1.	Creative 9 Holding Co., Ltd. (“ C9 Holding ”)	29,999,400	119,997,600
2.	Ms. Pattamavadee Chumsang (“ Ms. Pattamavadee ”)	400	2,400
	Total	30,000,000	120,000,000

- (2) Allocation of up to 25,000,000 new common shares, with a par value of THB 0.50 per share, representing 5.15% of the total outstanding shares of the Company (calculated based on the total number of shares after the new shares are issued for private placement), at an offering price of THB 4.00 per share, totaling up to THB 100,000,000. These shares will be allocated to two investors, with the objective of using the proceeds as compensation for the purchase of shares in the DRJ Group (“**New Common Shares for the Purchase of DRJ Group Shares**”), as per the following list:

No.	List of shareholders receiving allocation of newly issued ordinary Shares	Number of Shares Allocated (Shares)	Total Capital Increase (THB)
1.	Organics Holding Corporation Co., Ltd. (“ Organics Holding ”)	12,250,000	49,000,000
2.	Organics Asset Holding Corp Co., Ltd. (“ Organics Asset Holding Corp ”)	12,750,000	51,000,000
	Total	25,000,000	100,000,000

The offering price of THB 4.00 per share, as stated in items (1) and (2) above, does not constitute a price lower than 90% of the market price of the Company’s ordinary shares according to the guidelines of the Capital Market Supervisory Board Announcement No. TorJor. 28/2565 on the Permission for Listed Companies to Offer Newly Issued Shares to Private Placement (“**Announcement TorJor. 28/2565**”). The “market price” is calculated based on the weighted average price of the Company’s

ordinary shares in the Stock Exchange of Thailand over the 15 consecutive trading days prior to the Board's resolution to propose the agenda to the shareholders' meeting for approval to offer newly issued ordinary shares to investors, which was from 17 October 2024 to 7 November 2024. This price is equal to THB 3.7939 per share (as per the information from SETSMART at www.setsmart.com). The shareholders' meeting has authorized the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer, and/or any other person delegated by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer, to have the authority to carry out any actions related to the issuance, offering, allocation, and subscription of the newly issued ordinary shares, which may be allocated in a single or multiple rounds.

The Company has been authorized to offer newly issued ordinary shares to Private Placement in accordance with the Capital Market Supervisory Board Announcement No. TorJor. 72/2558 on the Permission for Listed Companies to Offer Newly Issued Shares to Private Placement, dated 28 October 2015 (as amended) from the Securities and Exchange Commission on 19 December 2024.

According to Announcement TorJor. 28/2565, the Company is required to complete the share offering within the period approved by the shareholders' meeting, but no later than 3 months from the date of the shareholders' meeting resolution to approve the offering of newly issued shares. Based on the delegation from the Extraordinary General Meeting of Shareholders No. 1/2024, the Chief Executive Officer has set the preliminary timeline and details regarding the offering and allocation of the newly issued ordinary shares to Private Placement, as follows:

1. Number of Newly Issued Ordinary Shares Offered
55,000,000 shares
2. Subscription and Payment Period for Newly Issued Ordinary Shares
6 January 2025 – 10 January 2025
3. Offering Price of Ordinary Shares
THB 4.00 per share, totaling THB 220,000,000

If any investor has completed the subscription for the newly issued ordinary shares and fully paid for the subscription price, the Company will provide further updates. If the subscription period ends and an investor has not fully exercised their subscription rights, the Company will set another subscription and payment period.

Please be informed accordingly.

Sincerely yours,

(Mr.Santi Maneewong)

Director