



Thai Beverage Public Company Limited

ANNOUNCEMENT

Date: 25 November 2022
To: Singapore Exchange Securities Trading Limited
Subject: Periodic Announcement pursuant to Rule 706A of the Listing Manual

Pursuant to Rule 706A of the Listing Manual of Singapore Exchange Securities Trading Limited, we, Thai Beverage Public Company Limited (“**THBEV**”, and together with its subsidiaries, the “**THBEV Group**”), would like to announce the following share transactions that occurred during the six-month period from 1 April 2022 to 30 September 2022:

1. ACQUISITION OF SHARES

THBEV announced that SEA Logistics & Technology Pte. Ltd. (“**SEA Logistics & Technology**”), our indirect wholly-owned subsidiary, acquired 51,000,000 new shares of common stock (the “**Subscription**”) in Certu Systems, Inc. (“**Certu Systems**”) (formerly known as ChyData, Inc.) for a cash subscription price of USD 25,500,000 (the “**Subscription Price**”), which resulted in THBEV indirectly holding a 51% stake in Certu Systems’ shares of common stock. Certu Systems is a company incorporated in Delaware, the United States of America in late 2021 and is in the business of, *inter alia*, providing logistics data analytics solutions for its customers.

The Subscription Price was arrived at pursuant to negotiations between parties on a willing-buyer and willing-seller basis taking into consideration, *inter alia*, the potential for growth in the logistics business. The Subscription relates to new shares of common stock which have no book value, net tangible asset value or market value as at 25 April 2022. The aforesaid investment was funded through internally generated funds. Please refer to THBEV’s announcement dated 25 April 2022 for additional information.

2. NEW INCORPORATIONS

2.1 THBEV announced the incorporation of SEA Logistics & Technology Pte. Ltd., our indirect wholly-owned subsidiary incorporated in Singapore, as an investment holding company, with an initial issued share capital of SGD 100,000, consisting of 100,000 ordinary shares.

The aforesaid investment was funded through internally generated funds. Please refer to THBEV’s announcement dated 7 April 2022 for additional information.



- 2.2 THBEV announced the incorporation of Super Food Brands Company Pte. Ltd., our indirect wholly-owned subsidiary incorporated in Singapore, as a holding company that manages food brand or food brand rights, with an initial issued share capital of SGD 50,000, consisting of 50,000 ordinary shares.

The aforesaid investment was funded through internally generated funds. Please refer to THBEV's announcement dated 20 April 2022 for additional information.

- 2.3 THBEV announced the incorporation of Certu Systems Ltd., a subsidiary of our joint venture, Certu Systems, incorporated in Thailand, which principally engages in business relating to software, with a registered capital of Baht 3,000,000, consisting of 30,000 ordinary shares.

The aforesaid investment was funded through internally generated funds. Please refer to THBEV's announcement dated 3 June 2022 for additional information.

- 2.4 THBEV announced the incorporation of Red Lobster Retail Asia Co., Ltd., our indirect wholly-owned subsidiary incorporated in Thailand, which principally engages in the operation of a food business in Thailand, with a registered capital of Baht 45,000,000, consisting of 4,500,000 ordinary shares.

The aforesaid investment was funded through internally generated funds. Please refer to THBEV's announcement dated 3 June 2022 for additional information.

- 2.5 THBEV announced the incorporation of Home and Office Delivery Co., Ltd., our direct wholly-owned subsidiary incorporated in Thailand, which principally engages in the distribution of beer, spirits and non-alcoholic beverages, with a registered capital of Baht 10,000,000, consisting of 1,000,000 ordinary shares.

The aforesaid investment was funded through internally generated funds. Please refer to THBEV's announcement dated 6 July 2022 for additional information.

- 2.6 THBEV announced the incorporation of VietBev Company Limited, our indirect wholly-owned subsidiary incorporated in Vietnam, as a holding company for business in Vietnam, with charter capital of VND 100,000,000.

The aforesaid investment was funded through internally generated funds. Please refer to THBEV's announcement dated 20 July 2022 for additional information.

- 2.7 THBEV announced the incorporation of Open Innovation Co., Ltd., our direct wholly-owned subsidiary incorporated in Thailand, as an investment holding company, with a registered capital of Baht 28,000,000, consisting of 2,800,000 ordinary shares.

The aforesaid investment was funded through internally generated funds. Please refer to THBEV's announcement dated 11 August 2022 for additional information.

- 2.8 THBEV announced the entry into a joint venture agreement with Frasers Property Holdings (Thailand) Co., Ltd. and Frasers Property Technology (Thailand) Co., Ltd., to establish a new joint venture company, Must Be Company Limited (the “**JV Co**”), in Thailand. The JV Co has been incorporated for the purposes of, among others, collaboration in the advancement of technology and digitalization of Frasers Property Limited and its subsidiaries (together, the “**Frasers Property Group**”) and the THBEV Group, including investing in third-party technologies and businesses that are complementary to the Frasers Property Group’s and/or the THBEV Group’s key businesses.

The JV Co had an initial registered capital of Baht 50,000,000 consisting of 5,000,000 ordinary shares. The THBEV Group holds approximately 50% of the shareholding interest in the JV Co and based on this, the THBEV Group’s initial investment in the JV Co was for an amount up to a maximum of Baht 25,000,000. Under the terms of the joint venture agreement, the THBEV Group has undertaken to provide a capital contribution of up to Baht 1,087,500,000 in the JV Co.

The aforesaid investment was funded through internally generated funds. Please refer to THBEV’s announcement dated 15 August 2022 for additional information.

Please be informed accordingly.

Yours faithfully,

Nantika Ninvoraskul
Company Secretary