

Ref. No. 0867/37E

August 28, 2024

Subject: Notification on the Receipt of the Tender Offer for Securities (Form 247-4)

Attn: President
The Stock Exchange of Thailand

Encl.: A Copy of the Tender Offer for Securities of Lanna Resources Public Company Limited (Form 247-4) and Supporting Documents

Lanna Resources Public Company Limited (the "Company") would like to inform that on August 28, 2024, the Company has received a copy of the Tender Offer for Securities (Form 247-4) from Sunrise Equity Company Limited ("Sunrise"), together with Siam City Cement Public Company Limited, the major shareholder of the Company, (collectively, the "Tender Offerors") in accordance with the rules on acquiring a significant degree of control over a juristic person with an existing shareholding in the business (Chain Principle) by Sunrise, for all remaining securities of the Company. The Tender Offerors have already submitted this offer to the Securities and Exchange Commission. The details of which are set out in the Enclosure.

The Company will proceed with the appointment of an independent financial advisor to provide an opinion on this tender offer. The opinion from the independent financial advisor, along with the opinion of the Company's Board of Directors on the tender offer (Form 250-2) will be submitted to the Stock Exchange of Thailand, the Securities and Exchange Commission, and the Company's shareholders within 15 business days of receipt of a copy of the Tender Offer for Securities (Form 247-4).

Please be informed accordingly.

Yours faithfully,

For and on behalf of Lanna Resources Public Company Limited

(Mr. Saharat Vatanatumrak)
Company Secretary

Tender Offer for Securities

(Form 247-4)

Of



Lanna Resources Public Company Limited

By

**Sunrise Equity Company Limited
and Siam City Cement Public Company Limited**

(Tender Offerors)



Kiatnakin Phatra Securities Public Company Limited

(Tender Offer Preparer)



Kiatnakin Phatra Securities Public Company Limited

and Krungsri Securities Public Company Limited

(Tender Offer Agents)

“This English language translation of the Tender Offer has been prepared solely for the convenience of the foreign shareholders of Siam City Cement Public Company Limited and should not be relied upon as the definitive and official document of the Tender Offerors. The Thai language version of the Tender Offer is the definitive and official document of the Tender Offerors and shall prevail in all respects in the event of any inconsistency with this English language translation.”

(-Translation-)

28 August 2024

Subject: Submission of the Tender Offer for Securities of Lanna Resources Public Company Limited

To: Secretary-General, the Office of the Securities and Exchange Commission
President of the Stock Exchange of Thailand
Board of Directors and Securities Holders of Lanna Resources Public Company Limited

Enclosed: Tender Offer for the Securities of Lanna Resources Public Company Limited (Form 247-4)

Due to the fact that on 19 August 2024, Sunrise Equity Company Limited ("**Sunrise**"), who is a major shareholder of Siam City Cement Public Company Limited ("**SCCC**"), has additionally acquired ordinary shares of SCCC under the share purchase agreement between Sunrise and Jardine Cycle & Carriage Limited, resulting in Sunrise's shareholding exceeding 50.00 percent of the total issued and paid-up ordinary shares and total voting rights of SCCC. As at 18 March 2024 (the latest Record Date of Lanna Resources Public Company Limited ("**LANNA**" or the "**Business**")), SCCC is a major shareholder of the Business, holding 44.99 percent of the total issued and paid-up ordinary shares and total voting rights of the Business. It is deemed that Sunrise has significantly acquired controlling power in the Business through SCCC under the Chain Principle rule, resulting in Sunrise being obliged to make a tender offer for the entire securities of the Business subject to Clause 6 of the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554 Re: Rules, Condition and Procedures for the Acquisition of Securities for Business Takeovers dated 13 May 2011 (including any amendment thereto) (the "**Notification TorChor. 12/2554**").

On 23 August 2024, Sunrise and SCCC (collectively, the "**Tender Offerors**") have together filed the announcement on its joint intention to make a tender offer for the entire securities of the Business with the SEC accordingly, and together tender offer for the entire securities of the Business at the price of THB 16.50 (Sixteen Point Five Baht) per share.

Therefore, by this Letter, Kiatnakin Phatra Securities Public Company Limited, as the Tender Offer Preparer, would like to submit the Tender Offer for Securities of the Business (Form 247-4) along with supporting documents to the Securities and Exchange Commission, Business, and the directors and securities holders of the Business to support their consideration on the Tender Offer.

Your Sincerely,

Kiatnakin Phatra Securities Public Company Limited

- Signature -

- Signature -

Mr. Aphinant Klewpatinond

Mr. Supachoke Supabundit

Authorized Director

Authorized Director

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Form A-3	Form for Confirmation of Cost of Tendered Shares (Only for foreign juristic persons not operating a business in Thailand)
Form A-4	Power of Attorney for Tender Offer Acceptance of Lanna Resources Public Company Limited

Attachment 2 Tender Offer Cancellation Procedures and Forms

Form B-1	Tender Offer Cancellation Procedures of the Ordinary Shares of Lanna Resources Public Company Limited
Form B-2	Tender Offer Cancellation Form of the Ordinary Shares of Lanna Resources Public Company Limited
Form B-3	Power of Attorney for Tender Offer Cancellation of Lanna Resources Public Company Limited

Attachment 3 Tender Offer Acceptance Procedures and Forms for Non-Voting Depository Receipt (NVDR)

Form C-1	Tender Offer Acceptance Procedures for NVDR
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Attachment 4 Request Form for Amending Securities Holder Records

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Attachment 6 Confirmation Letter on Source of Fund Available to the Tender Offerors

Attachment 7 Audited Financial Statements of Sunrise Equity Company Limited for the Year 2023

Attachment 8 Undertaking Letter Confirming not to Sell Shares during the Tender Offer

Tender Offer for the Securities of Lanna Resources Public Company Limited

(The offer under this Tender Offer, Offer Price, and Offer Period are the final offer which will not be changed subject to the conditions specified in Section 8)

Attention: Securities Holders of Lanna Resources Public Company Limited

We, Sunrise Equity Company Limited ("**Sunrise**") and Siam City Cement Public Company Limited ("**SCCC**") (collectively, the "**Tender Offerors**") hereby offer to tender the securities of Lanna Resources Public Company Limited ("**LANNA**" or the "**Business**") totaling of 288,825,699 shares representing 55.01 percent of total issued and paid-up ordinary shares and total voting rights of the Business (excluding the shares in which SCCC commit not to sell shares) (the "**Tender Offer**"), in accordance with the following terms and conditions:

Part 1**Significant Elements of the Tender Offer****1. Date of Submission of the Tender Offer**

28 August 2024

2. Name of the Tender Offerors

Sunrise Equity Company Limited ("**Sunrise**") and Siam City Cement Public Company Limited ("**SCCC**") (collectively, the "**Tender Offerors**")

3. Name of the Tender Offer Preparer

Kiatnakin Phatra Securities Public Company Limited (the "**Tender Offer Preparer**")

4. Objectives of the Tender Offer

Due to the fact that on 19 August 2024, Sunrise, who is the major shareholder of SCCC, has additionally acquired ordinary shares of SCCC under the share purchase agreement between Sunrise and Jardine Cycle & Carriage Limited, resulting in Sunrise's shareholding and being entitled to the voting rights of exceeding 50.00 percent of the total issued and paid-up ordinary shares and total voting rights of SCCC prior to the Tender Offer. As at 18 March 2024 (the latest record date of Lanna Resources Public Company Limited ("**LANNA**" or the "**Business**")), SCCC is a major shareholder of the Business, holding 236,173,980 shares or equivalent to 44.99 percent of the total issued and paid-up ordinary shares and total voting rights of the Business. In this regard, it is deemed that Sunrise has significantly acquired controlling power in the Business through SCCC under the Chain Principle rule, resulting in Sunrise being obliged to make a Mandatory Tender Offer for the entire securities of the Business subject to Clause 6 of the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554 Re: Rules, Condition and Procedures for the Acquisition of Securities for Business Takeovers dated 13 May 2011 (including any amendment thereto) (the "**Notification TorChor. 12/2554**"), totaling 524,999,679 or equivalent to 100.00 percent of the total issued and paid-up ordinary shares and total voting rights of the Business. SCCC, as a related party under Section 258 of Sunrise, has received approval from the

Board of Directors No. 199 on 23 August 2024 to (a) participate together with Sunrise in the Tender Offer for all the securities of the Business whereby SCCC will acquire all securities of the Business in this Tender Offer, and (b) to not sell shares in the Business totaling of 236,173,980 shares, representing 44.99 percent of the total issued and paid-up ordinary shares and total voting rights of the Business (the details are outlined in Attachment 8), throughout the Tender Offer period. SCCC has sent a letter to Sunrise on 23 August 2024 to express its intention and consent to join together with Sunrise for being a co-offeror in its acquisition of the total securities of the Business and that Sunrise has acknowledged and provided a written consent. Therefore, the Tender Offerors are obligated to make a Mandatory Tender Offer for all the remaining shares of the Business totaling 288,825,699 shares, equivalent to 55.01 percent of the total issued and paid-up ordinary shares and total voting rights of the Business.

5. Type and Series of the Offered Securities

As at the date of the submission of the Tender Offer, the Business has only one type of securities, which is ordinary share, with a total of 524,999,679 shares, at the par value of THB 1.00 per share, whereby 1 ordinary share is entitled to 1 voting right.

The Tender Offerors is obliged to make a mandatory tender offer amounting to 288,825,699 shares, equivalent to 55.01 percent of the total issued and paid-up ordinary shares and total voting rights of the Business (excluding the shares in which SCCC commit not to sell shares).

6. Offer Price

The Tender Offer Price of ordinary shares is THB 16.50 (Sixteen Point Five Zero Baht) per share (the "**Offer Price**"). The shareholders who accept the Tender Offer (each an "**Offeree**") are subject to a brokerage fee of 0.25 percent of the Offer Price and value added tax of 7.00 percent of the brokerage fee. Therefore, the net price to be received by the Offeree will be equivalent to THB 16.45586250 (Sixteen Point Four Five Five Eight Six Two Five Baht) per share (the "**Net Offer Price**").

The Offeree will receive payment for all shares in Thai Baht with 2 decimal places in Satang unit. In calculation of the Satang unit, if any fraction in the 3rd decimal places is more than or equivalent to THB 0.005, such fraction will be rounded up. If any fraction is less than THB 0.005, such fraction will be rounded down. Rounding will be used in the calculation of the brokerage fee, value added tax, as well as the Net Offer Price. The Offer Price is:

- () The final offer which will not be changed (subject to the conditions specified in Section 8)
- () Not the final offer and the Tender Offerors may change the Offer Price

Pursuant to the Revenue Code of Thailand (unless specifically exempted under the terms of an applicable double tax treaty), in case that the Offeree is a foreign juristic person not operating any business in Thailand and not residing in a country which has a double tax treaty with Thailand, or residing in a country which has a double tax treaty with Thailand but such double tax treaty does not exempt such foreign juristic person from withholding tax on capital gains realized from the sale of securities in Thailand, such Offeree is subject to a deduction of 15.00 percent withholding tax on the capital gains

from the sale of securities, i.e., the difference between the Offer Price and the original cost which the Offeree has paid for the tendered securities. The Offeree must declare the original cost of such tendered securities to the Tender Offer Agent by submitting the Form for Confirmation of Cost in Attachment 1 Form A-3 for the ordinary shares, and Form C-3 of Attachment 3 for Non-Voting Depository Receipts (“NVDR”).

In the event that any Offeree fails to declare such original cost together with the Form for Confirmation of Cost to the Tender Offer Agent, the Tender Offer Agent will deduct the withholding tax which will be calculated on the basis of the Offer Price multiplied by the total number of securities of the Business or of NVDR intended to sell by the Offeree.

Remark: An Offeree, who is a Thai juristic person, will be responsible for a withholding tax of 3.00 percent of the brokerage fee and must issue a Withholding Tax Certificate and submit the same to the Tender Offer Agent.

7. Offer Period

The Offer Period will be a total of 25 business days, from 29 August 2024 to 2 October 2024 (the “**Offer Period**”) during the business hours of the Tender Offer Agent which is from 9.00 a.m. – 4.00 p.m.

The Offer Period is:

- The final period which will not be extended (subject to the conditions specified in Section 8).
- Not the final period and the Tender Offerors may extend the period.

In addition, if there is any announcement of additional public holidays during the Offer Period, the Tender Offerors will extend the Offer Period as necessary until the Offer Period is comprised of at least 25 business days in compliance with Notification TorChor. 12/2554.

8. Conditions for the Amendment of the Tender Offer

- No condition
- Conditions for the Amendment of the Tender Offer are as follows:
- The Tender Offerors may reduce the Offer Price or extend the Offer Period in the case of occurrence of any event or action during the Offer Period, causing material damage to the status or assets of the Business.
 - The Tender Offerors may change the offer or extend the Offer Period to compete with another offeror who has submitted a Tender Offer for shares of the Business during the Offer Period.

9. Conditions for the Cancellation of the Tender Offer

The Tender Offerors may cancel the Tender Offer upon the occurrence of one or more of the following events:

- (1) Any event or act occurring after the submission of the Tender Offer to the Office of Securities and Exchange Commission (“**SEC**”) but within the Offer Period, which causes or may cause

material damage to the status or the assets of the Business, where such event or action has not resulted from the act of the Tender Offerors or any act for which the Tender Offerors is responsible for; or

- (2) The Business being tendered performs any action after submitting the Tender Offer but is still within the period of acceptance, which significantly reduces the value of the shares; or
- (3) Any business activities that may have an impact on the Tender Offer process in accordance with the announcement of the Securities and Exchange Commission No. TorChor. 14/2554 regarding actions or abstentions from actions in announcements that may affect the tender offer of the securities of the Business dated 25 May 2011 (as amended).

10. Offer Period that the Securities Holders can Revoke their Intention to Sell

The Offeree is able to revoke its intention to sell shares at the office of the Tender Offer Agent from 29 August 2024 to 25 September 2024 on every business day of the Tender Offer Agent from 9.00 a.m. – 4.00 p.m., totaling 20 business days. The Offeree must follow the Tender Offer Cancellation Procedures as specified in Attachment 2 (Form B-1).

In addition, if there is any announcement of additional public holidays during the aforementioned cancellation period, the Tender Offerors will extend the Offer Period so that the securities holders can revoke their intention to sell the shares as necessary until the cancellation period is comprised of at least 20 business days in compliance with Notification TorChor. 12/2554.

11. Allocation of Shares if the Tendered Shares are more or less than the Offered Shares (Applicable Only to the Case of Partial Tender Offer Pursuant to Chapter 5 of the Notification of Capital Market Supervisory Board No. TorChor. 12/2554)

- Not applicable -

12. Sources of Funds to Finance the Tender Offer

If all shareholders of the Business accept the Tender Offer, the Tender Offerors must purchase ordinary shares of the Business amounting 524,999,679 shares, or equivalent to 100.00 percent of the total issued and paid-up ordinary shares and total voting rights of the Business at the Offer Price of THB 16.50 (Sixteen Point Five Baht) per share, amounting to a total of THB 8,662,494,703.50.

However, in this Tender Offer, SCCC's Board of Directors no. 199 on 23 August 2024 resolved the intention to not sell shares held in the Business in this Tender Offer during the Offer Period, amounting 236,173,980 shares, equivalent to 44.99 percent of the total issued and paid-up ordinary shares and total voting rights of the Business. Therefore, Tender Offerors would be required to tender the remaining securities, totaling 288,825,699 shares, representing 55.01 percent of the total issued and paid-up ordinary shares and total voting rights of the Business. The capital required by the Tender Offerors for this Tender Offer will be equal to THB 4,765,624,033.50 (Four Thousand Seven Hundred Sixty Five Million Six Hundred Twenty Four Thousand Thirty Three Point Five Baht).

The Tender Offerors will pay for the shares in cash to all shareholders who accept the Tender Offer. The source of funds provided by SCCC will be the credit facilities from the Bank of Ayudhya Public Company Limited in the amount of up to THB 6,500,000,000 to support the Tender Offer. SCCC has obtained the financial support confirmation letter from the financial institution.

Kiatnakin Phatra Securities Public Company Limited, as a Tender Offer Preparer, has considered details of the source of funds. The Tender Offer Preparer views that the Tender Offerors has sufficient source of funds to carry out this tender offer and that, as of the date of the Tender Offer, there is no significant term and condition that shall materially affect the Tender Offeror's ability to withdraw the funds needed to purchase and pay for the securities of the Business in this offer. The details are outlined in the financial certification letter used by the Tender Offerors for this Tender Offer, as shown in Attachment 6.

13. Tender Offer Agents

Kiatnakin Phatra Securities Public Company Limited and Krungsri Securities Public Company Limited (collectively, the "Tender Offer Agents")

Name	Kiatnakin Phatra Securities Public Company Limited
Address	209 KKP Tower A, 9,12A,16,18,20 floor, Sukhumvit 21 (Asoke), Khlong Toey Nua, Wattana, Bangkok 10110
Telephone no.	66 (0) 2165 5555 Press 4

Name	Krungsri Securities Public Company Limited
Address	Sathorn Branch Office, No. 25 Bangkok Insurance Building 16th Floor, South Sathorn Road, Thungmahamek, Sathorn, Bangkok, 10120
Telephone no.	02-638-5702, 5704, or 5708

14. Payment Date

The Tender Offerors will make payment to the Offeree for the tendered shares within two business days from the end of the Offer Period, which falls on 4 October 2024 where the relevant acceptance forms submitted by the Offerees must be correct, complete, and valid. If any public holiday is announced during such period or any changes that results in the extension of the end of the Offer Period, the Offerees will receive payment for the tendered shares within two business days from the end of the extended Offer Period.

Part 2**Information of the Tender Offerors****1. The Tender Offerors Information****1.1. General Information**

- **Sunrise Equity Company Limited**

Name	Sunrise Equity Company Limited
Address	898 Ploenchit Tower Bldg. 21 Fl. Phloen Chit Rd. Lumpini, Pathum Wan, Bangkok 10330
Telephone no.	(0) 2263 0099
Facsimile no.	(0) 2263 0444
Website	-
Company registration no.	0105542070522

- **Siam City Cement Public Company Limited**

Name	Siam City Cement Public Company Limited
Address	199 Column Tower Bldg. 3, 10, 12 Fl. Ratchadaphisek Rd. Khlong Toei, Khlong Toei, Bangkok 10110
Telephone no.	02-797-7000
Facsimile no.	02-797-7001-2
Website	https://www.siamcitycement.com
Company registration no.	0107536001346

1.2. Business Information and Other Information**1.2.1. Nature of Business Operation**

- **Sunrise**

Activities of holding companies, mostly investing in non-financial sectors.

- **SCCC**

SCCC is a leading cement manufacturer in Thailand under the brand name, INSEE. SCCC and its subsidiaries operate under 4 key segments as follows:

1. Cement Business Segment

SCCC has been producing and distributing cement products for more than 50 years, as one of the leading producers of high-quality cement products. Over the years, SCCC has continuously developed its business, expanding production and distribution from Thailand to several countries in Southeast Asia and South Asia. SCCC also exports cement and clinker to Laos, Myanmar, Australia, and other markets.

SCCC offers four major types of cement products under various brands in the market, including Portland Cement, Hydraulic Cement, Mixed Cement, and Masonry Cement.

2. Concrete and Aggregates Segment

SCCC, through its subsidiary, is a well-known and trusted building materials company in Thailand, producing INSEE Concrete and INSEE Aggregates.

INSEE Concrete was established to service the needs of various construction sectors, providing innovative products supported with advanced technical service, providing secure cement channel. INSEE Concrete has developed a wide-ranging portfolio of concrete products, including specific performance concrete, from standard to highly specialized technical project applications.

INSEE Aggregates produces High Performance rock and sand products, supplied to both internal and external customers, supporting a wide range of the construction industry, including the residential, commercial, industrial and infrastructure sectors.

3. Light Building Materials Segment

The objective of the Light Building Materials Group is to create value-added solutions for SCCC. The segment focuses on the production and distribution of dry-mixed mortar products, lightweight concrete products, and decorative wood replacement products.

4. Waste Management and Industrial Services and Others Segment

SCCC aims to be the leading provider of environmental solutions. Through its subsidiary, SCCC offers the following services:

Waste management services – SCCC handles numerous waste types from various industries dealing with both hazardous and non-hazardous waste streams

Industrial services – SCCC provides specialized chemical and mechanical cleaning solutions, such as ultra-high-pressure water jetting, decontamination, tank cleaning, pipeline commissioning, catalyst handling, and other related services.

1.2.2. Registered Capital and Paid-up Capital

▪ **Sunrise**

As at 28 March 2024, Sunrise has the registered capital of THB 12,500,000,000, which consists of 1,250,000,000 ordinary shares with the par value of THB 10.00 per share and the paid-up capital of THB 12,500,000,000.

▪ **SCCC**

As at 16 August 2024, SCCC has the registered capital of THB 2,980,000,000, which consists of 298,000,000 ordinary shares with the par value of THB 10.00 per share and the paid-up capital of THB 2,980,000,000.

1.2.3. Shareholding Structure of the Tender Offerors

▪ Sunrise

The shareholders of Sunrise as at 28 March 2024 are as follows:

Name	Number of Shares (Shares)	Percentage compared with the Total Issued and Paid-up Ordinary Shares and Total Voting Rights
1 Bangkok Broadcasting & T.V. Company Limited	624,810,181	49.99
2 Great Fortune Equity Company Limited	312,673,292	25.01
3 The Great Luck Equity Company Limited	312,516,527	25.00
Total	1,250,000,000	100.00

Bangkok Broadcasting & T.V. Company Limited, Great Fortune Equity Company Limited, and The Great Luck Equity Company Limited, who are the major shareholders of Sunrise, are companies in which the Ratanarak Family⁽¹⁾ directly and indirectly holds more than 50.0 percent of the total issued and paid-up ordinary shares and total voting rights in each company.

Remark: (1) The Ratanarak Family comprises of (a) Mr. Krit Ratanarak, (b) Mr. Chachchon Ratanarak, (c) Ms. Sudthida Ratanarak, (d) Mrs. Sasithorn Ratanarak, (e) Ms. Jit-uma Ratanarak, and (f) Ms. Pilanuch Ratanarak. The group of shareholders illustrated is not constituted as persons acting in concert in accordance with the definition of the Notification of Capital Market Supervisory Board no. TorChor. 7/2552 Re: Acting in concert as a result of the nature of a relationship or behavior and requirements under Sections 246 and 247.

Major Shareholders of Sunrise

1. Bangkok Broadcasting & T.V. Company Limited

Bangkok Broadcasting & T.V. Company Limited (“**BBTV**”) was incorporated in 1967 with the Ratanarak Family⁽¹⁾ directly and indirectly holds more than 50.0 percent of the total issued and paid-up ordinary shares and total voting rights of BBTV. BBTV operates Thai Digital TV under “Channel 7HD,” under the license from the National Broadcasting and Telecommunications Commission.

Remark: (1) The Ratanarak Family comprises of (a) Mr. Krit Ratanarak, (b) Mr. Chachchon Ratanarak, (c) Ms. Sudthida Ratanarak, (d) Mrs. Sasithorn Ratanarak, (e) Ms. Jit-uma Ratanarak, and (f) Ms. Pilanuch Ratanarak. The group of shareholders illustrated is not constituted as persons acting in concert in accordance with the definition of the Notification of Capital Market Supervisory Board no. TorChor. 7/2552 Re: Acting in concert as a result of the nature of a relationship or behavior and requirements under Sections 246 and 247.

As of 25 March 2024, BBTV has registered and paid-up capital of THB 61,000,000, which consists of 610,000 ordinary shares with the par value of THB 100.00 per share.

The shareholders of BBTV as of 25 March 2024 are as follows:

Name	Number of Shares (Shares)	Percentage compared with the Total Issued and Paid-up Ordinary Shares and Total Voting Rights
1 Ratanarak Family ⁽¹⁾	179,850	29.48
2 CKS Holding Company Limited ⁽²⁾	160,000	26.23
3 Mrs. Surang Prempree	129,800	21.28
4 Mr. Chonchanok Thianpraphas	30,000	4.92
5 Ratanarak Company Limited ⁽³⁾	27,000	4.43
6 Ministry of Finance	25,000	4.10
7 Great Fortune Equity Company Limited ⁽⁴⁾	16,300	2.67
8 Mrs. Chatchadaporn Thianpraphas	9,800	1.61
9 Mr. Porapod Sasiprapha	3,050	0.50
10 Miss Aphisada Sasiprapha	3,050	0.50
Others	26,150	4.29
Total	610,000	100.00

Remark: (1) The Ratanarak Family comprises of (a) Mr. Krit Ratanarak, (b) Mr. Chachchon Ratanarak, (c) Ms. Sudthida Ratanarak, (d) Mrs. Sasithorn Ratanarak, (e) Ms. Jit-uma Ratanarak, and (f) Ms. Pilanuch Ratanarak. The group of shareholders illustrated is not constituted as persons acting in concert in accordance with the definition of the Notification of Capital Market Supervisory Board no. TorChor. 7/2552 Re: Acting in concert as a result of the nature of a relationship or behavior and requirements under Sections 246 and 247.

(2) CKS Holding Company Limited is held directly and indirectly 100.00% by the Ratanarak Family

(3) Ratanarak Company Limited is held directly 100.00% by the Ratanarak Family

(4) Great Fortune Equity Company Limited is held 100.00% by Bangkok Broadcasting & T.V. Company Limited

2. Great Fortune Equity Company Limited

Great Fortune Equity Company Limited, incorporated in 1980, is an affiliated company of BBTV with the Ratanarak Family⁽¹⁾ indirectly holds more than 50.0 percent of the total issued and paid-up ordinary shares and total voting rights of Great Fortune Equity Company Limited.

Remark: (1) The Ratanarak Family comprises of (a) Mr. Krit Ratanarak, (b) Mr. Chachchon Ratanarak, (c) Ms. Sudthida Ratanarak, (d) Mrs. Sasithorn Ratanarak, (e) Ms. Jit-uma Ratanarak, and (f) Ms. Pilanuch Ratanarak. The group of shareholders illustrated is not constituted as persons acting in concert in accordance with the definition of the Notification of Capital Market Supervisory Board no. TorChor. 7/2552 Re: Acting in concert as a result of the nature of a relationship or behavior and requirements under Sections 246 and 247.

As of 22 March 2024, Great Fortune Equity Company Limited has registered and paid-up capital of THB 10,000,000, which consists of 100,000 ordinary shares with the par value of THB 100.00 per share.

The shareholders of Great Fortune Equity Company Limited as of 22 March 2024 are as follows:

	Name	Number of Shares (Shares)	Percentage compared with the Total Issued and Paid-up Ordinary Shares and Total Voting Rights
1	Bangkok Broadcasting & T.V. Company Limited	99,995	100.00
	Others	5	0.00
	Total	100,000	100.00

3. The Great Luck Equity Company Limited

The Great Luck Equity Company Limited, incorporated in 1984, is an affiliated company of BBTV with the Ratanarak Family⁽¹⁾ directly and indirectly holds more than 50.0 percent of the total issued and paid-up ordinary shares and total voting rights of The Great Luck Equity Company Limited.

Remark: (1) The Ratanarak Family comprises of (a) Mr. Krit Ratanarak, (b) Mr. Chachchon Ratanarak, (c) Ms. Sudthida Ratanarak, (d) Mrs. Sasithorn Ratanarak, (e) Ms. Jit-uma Ratanarak, and (f) Ms. Pilanuch Ratanarak. The group of shareholders illustrated is not constituted as persons acting in concert in accordance with the definition of the Notification of Capital Market Supervisory Board no. TorChor. 7/2552 Re: Acting in concert as a result of the nature of a relationship or behavior and requirements under Sections 246 and 247.

As of 22 March 2024, The Great Luck Equity Company Limited has registered and paid-up capital of THB 100,000,000, which consists of 1,000,000 ordinary shares with the par value of THB 100.00 per share.

The shareholders of The Great Luck Equity Company Limited as of 22 March 2024 are as follows:

	Name	Number of Shares (Shares)	Percentage compared with the Total Issued and Paid-up Ordinary Shares and Total Voting Rights
1	Great Fortune Equity Company Limited	278,497	27.85
2	Stronghold Assets Company Limited ⁽¹⁾	250,001	25.00
3	BBTV Asset Management Company Limited ⁽²⁾	250,001	25.00
4	Mahakij Holding Company Limited ⁽³⁾	150,001	15.00
5	CKS Holding Company Limited ⁽⁴⁾	30,000	3.00
	Others	41,500	4.15

Name	Number of Shares (Shares)	Percentage compared with the Total Issued and Paid-up Ordinary Shares and Total Voting Rights
Total	1,000,000	100.00

Remark: (1) Stronghold Assets Company Limited is (a) held 30.00% by Tun Rungrueng Company Limited, (b) 30.00% by Mahakij Holding Company Limited, (c) 29.00% by GL Assets Company Limited, and (d) 10.00% by Bangkok Broadcasting & T.V. Company Limited

(2) BBTV Asset Management Company Limited is (a) held 30.00% by GL Assets Company Limited, (b) 25.00% by Tun Rungrueng Company Limited, (c) 25.00% by Mahakij Holding Company Limited, and (d) 18.75% by Bangkok Broadcasting & T.V. Company Limited

(3) Mahakij Holding Company Limited is (a) held 30.00% by Bangkok Broadcasting & T.V. Company Limited, (b) 30.00% by The Great Luck Equity Company Limited, and (c) 30.00% by BBTV Asset Management Company Limited

(4) CKS Holding Company Limited is held directly and indirectly 100.00% by the Ratanarak Family

▪ **SCCC**

List of the top 12 shareholders of the Business according to the latest list of shareholders register as of 16 August 2024 (Information disclosed on website of the SET) are as follows:

Name	Number of shares (Shares)	Percentage compared with the Total Issued and Paid-up Ordinary Shares and Total Voting Rights
1 Sunrise Equity Company Limited	107,997,381	36.24
2 Jardin Cycle & Carriage Limited ⁽¹⁾	76,107,368	25.54
3 Bangkok Broadcasting & T.V. Company Limited	28,091,034	9.43
4 Mr. Prinya Tieworn	6,650,000	2.23
5 Thai NVDR Company Limited	3,974,748	1.33
6 South East Asia UK (TYPE C) Nominees Limited	3,068,127	1.03
7 Vayupak Mutual Fund 1 By MFC Asset Management Public Company Limited	2,920,399	0.98
8 Vayupak Mutual Fund 1 By Krungthai Asset Management Public Company Limited	2,920,399	0.98
9 Mrs. Sasithorn Ratanarak	2,734,639	0.92
10 THE BANK OF NEW YORK MELLON	1,870,607	0.63
11 NORTRUST NOMINEES LIMITED-NTC-CLIENTS ACCOUNT	1,815,647	0.61

Name	Number of shares (Shares)	Percentage compared with the Total Issued and Paid-up Ordinary Shares and Total Voting Rights
12 Miss Sudthida Ratanarak	1,500,000	0.50
Total Top 12 Shareholders	239,650,349	80.42
Others	58,349,651	19.58
Total	298,000,000	100.00

Remarks: (1) On 19 August 2024, Sunrise has acquired the securities of SCCC from Jardin Cycle & Carriage Limited, amounting 76,107,368 shares

1.2.4. List of the Board of Directors

▪ Sunrise

Sunrise's board of directors as of 28 March 2024 are as follows:

Name - Last Name	Position
1 Mr. Krit Ratanarak	Director
2 Mr. Jarern Jirawisan	Director
3 Miss Nopporn Tirawattanagool	Director
4 Mr. Tinnawat Mahatharadol	Director
5 Mr. Nattawut Goysookho	Director

▪ SCCC

SCCC's board of directors as of 19 August 2024 are as follows:

Name - Last Name ⁽¹⁾	Title
1 Mr. Paul Heinz Hugentobler	Chairman of the Board of Directors
2 Mr. Ranjan Sachdeva	Group Chief Executive Officer, Director
3 Miss Nopporn Tirawattanagool	Director
4 Mr. Tinnawat Mahatharadol	Director
5 Mr. Siva Mahasandana	Director
6 Mr. Montri Nithikul	Director
7 Mrs. Sunee Sornchaitanasuk	Independent Director, Chairman of The Audit Committee
8 Mr. Charin Satchayan	Independent Director, Audit Committee
9 Mr. Robbert Egbert Johannes Van Der Feltz Va Sloom	Independent Director
10 Mr. Onne Van Der Weijde	Independent Director, Audit Committee

Remarks: (1) Mr. Stephen Patrick Gore and Dr. Subhak Siwaraksa resigned from being SCCC's board of directors on 19 August 2024

1.2.5. Summary of Financial Position and Operational Performance of the Tender Offerors

▪ Sunrise

Summary of financial position and operational performance of Sunrise for the fiscal year ended 31 December 2021, 2022, and 2023 are as follows:

Unit: THB mm (unless stated otherwise)

	For the Year Ended 31 December		
	FY2021	FY2022	FY2023
Statement of Financial Position			
Total assets	21,875	22,808	23,754
Total Liabilities	2	2	2
Total shareholders' equity	21,874	22,806	23,752
Registered Capital	12,500	12,500	12,500
Issued and paid-up capital	12,500	12,500	12,500
Profit and Loss Statement			
Total revenue	968	977	985
Total expenses	37	43	38
Net income (loss)	931	933	946

Source: Audited Financial Statements of Sunrise

▪ SCCC

Summary of financial position and operational performance of SCCC for the fiscal year ended 31 December 2021, 2022, and 2023 and for the six-month period ended 30 June 2024 are as follows:

Unit: THB mm (unless stated otherwise)

	For the Year Ended 31 December						For the Six-month Period Ended 30 June	
	2021		2022		2023		2024	
	Separate financial statements	Consolidated financial statements	Separate financial statements	Consolidated financial statements	Separate financial statements	Consolidated financial statements	Separate financial statements	Consolidated financial statements
Statement of Financial Position								
Total assets	71,766	82,012	69,540	73,353	66,884	69,699	64,104	67,636
Total Liabilities	30,468	42,785	28,672	38,851	25,144	35,851	22,945	32,380
Shareholders' equity	41,298	39,227	40,868	34,502	41,740	33,848	41,159	35,256
Registered capital	2,980	2,980	2,980	2,980	2,980	2,980	2,980	2,980
Issued and paid-up capital	2,980	2,980	2,980	2,980	2,980	2,980	2,980	2,980

	For the Year Ended 31 December						For the Six-month Period Ended 30 June	
	2021		2022		2023		2024	
	Separate financial statements	Consolidated financial statements	Separate financial statements	Consolidated financial statements	Separate financial statements	Consolidated financial statements	Separate financial statements	Consolidated financial statements
Profit and Loss Statement								
Total revenue ⁽¹⁾	21,265	41,890	24,711	50,292	25,499	42,797	11,244	20,128
Total expense ⁽²⁾	16,229	37,737	21,905	47,728	20,770	39,731	9,148	17,676
Net income	3,794	4,310	2,185	1,967	3,610	2,492	1,505	2,066
Earnings per share (THB) ⁽³⁾	12.73	14.25	7.33	6.23	12.12	9.00	5.05	6.83
Dividend per share (THB) ⁽⁴⁾	9.00	n.a.	9.00	n.a.	7.00	n.a.	4.00	n.a.
Book value per share (THB) ⁽⁵⁾	138.58	131.63	137.14	115.78	140.07	113.58	138.12	118.31

Source: Audited Financial Statements of SCCC year ended 31 December 2021, 2022, and 2023 and reviewed financial statements for the six-month period ended 30 June 2024

Remarks:

(1) Total revenue comprises of revenue from sales of cement and cement-related products, sales of concrete and aggregates, revenue from industrial waste disposal and cleaning services, and others

(2) Total expense comprises of cost of sales and rendering services, selling and distribution expenses, administrative expenses, and other expenses

(3) Calculated from profit attributable to owners of SCCC divided by weighted average number of ordinary shares

(4) Dividend per share announced in accordance with the performance of SCCC in each period

(5) Calculated from the total paid-up and issued shares

Additional information regarding financial position and performance of SCCC can be obtained from Annual Report and the audited financial statements can be obtained from the website of the Securities and Exchange Commission (www.sec.or.th) or the Stock Exchange of Thailand (www.set.or.th)

1.2.6. Material Encumbrances

- **Sunrise**

- None -

- **SCCC**

- None -

1.2.7. Information Relating to Criminal Records

- **Sunrise**

- None -

- **SCCC**

- None -

1.2.8. Pending Legal Disputes (which may Lead to a Materially Negative Impact to the Financial Position, Operational Results or the Business Operation of the Tender Offeror)

▪ **Sunrise**

As of 20 August 2024, Sunrise, its directors and executives are not litigant or a party in any pending lawsuit that may lead to a materially negative impact on the assets of Sunrise. In addition, there are no pending lawsuits that materially affect Sunrise's operations.

▪ **SCCC**

As of 20 August 2024, SCCC, its directors, and executives are not litigant or a party in any pending lawsuit that may lead to a materially negative impact on the assets of SCCC. In addition, there are no pending lawsuits that materially affect SCCC's operations.

2. The Tender Offer Preparer and the Tender Offer Agents Information

2.1. Tender Offer Preparer

Name	Kiatnakin Phatra Securities Public Company Limited
Address	209 KKP Tower A, 9,12A-16,18,20 floor, Sukhumvit 21 (Asoke), Khlong Toey Nua, Wattana, Bangkok 10110
Telephone no.	66 (0) 2165 5555 Press 4

2.2. Tender Offer Agents

Name	Kiatnakin Phatra Securities Public Company Limited
Address	209 KKP Tower A, 9,12A-16,18,20 floor, Sukhumvit 21 (Asoke), Khlong Toey Nua, Wattana, Bangkok 10110
Telephone no.	66 (0) 2165 5555 Press 4

Name	Krungsri Securities Public Company Limited
Address	Sathorn Branch Office, No. 25 Bangkok Insurance Building 16th Floor, South Sathorn Road, Thungmahamek, Sathorn, Bangkok, 10120
Telephone no.	02-638-5702, 5704, or 5708

3. Other Advisors Information

Name	Baker & McKenzie Ltd.
Role	Legal Advisor
Address	990 Abdulrahim Place, 5, 10 and 21-25 Floor, Rama IV Road, Silom, Bangkok 10500
Telephone no.	66 (0) 2636 2000
Facsimile no.	66 (2) 2636 2111

4. Relationship between the Tender Offerors and the Business, Major Shareholders or Directors of the Business

4.1. Summary of Agreements / Contracts / Memorandums of Understanding, made by the Tender Offerors or the Related Persons prior to Submission of the Tender Offer for the Purpose of Material Sale and Purchase of Securities of the Business, regardless of whether such Agreements / Contracts / Memorandums of Understanding are made for the Sale and Purchase of Securities in the Tender Offer

▪ **Sunrise**

- None -

▪ **SCCC**

- None -

4.2. Shareholding, whether Direct or Indirect, by the Tender Offerors or the Authorized Representative Person to Perform Any Act which binds the Tender Offerors in the Business or with Major Shareholders of the Business (in case where the Major Shareholders of the Business is Juristic Person)

▪ **Sunrise**

As at the Tender Offer Submission Date, Sunrise directly hold 184,104,749 shares of SCCC, a major shareholder of the Business, equivalent to 61.78 percent of the total issued and paid-up ordinary shares and total voting rights of the SCCC, and SCCC directly holds 236,173,980 shares of the Business, equivalent to 44.99 percent of the total issued and paid-up ordinary shares and total voting rights of the Business.

▪ **SCCC**

As at the Tender Offer Submission Date, SCCC directly holds 236,173,980 shares of the Business, equivalent to 44.99 percent of the total issued and paid-up ordinary shares and total voting rights of the Business.

4.3. Shareholding, whether Direct or Indirect, by the Business, Major Shareholders, or Directors of the Business in the Tender Offerors

▪ **Sunrise**

- None -

▪ **SCCC**

As at the Tender Offer Submission Date, Sunrise which is an indirect major shareholder of the Business holds 184,104,749 shares in SCCC, equivalent to 61.78 percent of the total issued and paid-up ordinary shares and total voting rights of the SCCC.

4.4. Other Relationship

4.4.1. Joint Directorship

- Sunrise

- None -

- SCCC

The director of the SCCC who is the director of the Business is as follows:

Name	Position in SCCC	Position in the Business
Mr. Ranjan Sachdeva	Group Chief Executive Officer, Director	Director
Mr. Siva Mahasandana	Director	Director

4.4.2. Related Party Transaction

- Sunrise

- None -

- SCCC

Company	The Business	Details of Transaction	For the Year Ended 31 December			For the Six-month Period Ended 30 June
			2564	2565	2566	2567
SCCC	LANNA	Purchase of coal for the cement production	869.9	1,316.5	1,433.9	558.5

4.4.3. Joint Business Operations or Joint Investments

- Sunrise

- None -

- SCCC

As of 6 March 2024, SCCC holds shares in TAE amounting to 4.72 percent of the total issued and paid-up ordinary shares and total voting rights of TAE, and the Business hold shares in TAE amounting to 51.00 percent of the total issued and paid-up ordinary shares and total voting rights of TAE.

5. Other Information Relevant to the Security Holders' Decision-Making

5.1. Securities in the Business held by the Tender Offerors prior the Tender Offer

5.1.1. Ordinary Shares

Name	Type of Shares	Number of shares (Shares)	Percentage compared to the total number of issued shares and total voting rights
I. The Tender Offerors	Ordinary shares		
1. Sunrise Equity Company Limited		-	-
2. Siam City Cement Public Company Limited		236,173,980	44.99
II. Person in the same group of the Tender Offeror	-	-	-
III. Related parties under Section 258 of I and II	-	-	-
IV. Other agreements resulting in an addition acquisition of shares by the persons under I and III	-	-	-
Total		236,173,980	44.99

5.1.2. Convertible Securities

- None -

5.2. Source of Funds Used by the Tender Offerors for the Tender Offer

If all shareholders of the Business accept the Tender Offer, the Tender Offerors must purchase ordinary shares of the Business amounting 288,825,699 shares, or equivalent to 55.01 percent of the total issued and paid-up ordinary shares and total voting rights of the Business (excluding the shares in which SCCC commit not to sell shares) at the Offer Price of THB 16.50 per share, amounting to a total of THB 4,765,624,033.50 (Four Billion Seven Hundred Sixty-Five Million Six Hundred Twenty-Four Thousand Thirty-Three Point Five Zero Baht).

The Tender Offerors will pay for the shares in cash to all shareholders who accept the Tender Offer. The source of funds used in this Tender Offer will come from credit facilities from the Bank of Ayudhya Public Company Limited in the amount of up to THB 6,500,000,000, where SCCC has obtained the financial support from the bank to carry out this Tender Offer for all the securities of the Business under the credit facilities.

Kiatnakin Phatra Securities Public Company Limited, as a Tender Offer Preparer, has considered details of the source of funds. The Tender Offer Preparer views that the Tender Offerors has sufficient source of funds to carry out this tender offer and that, as of the date of the Tender Offer, there is no significant term and condition that shall materially affect the Tender Offeror's ability to withdraw the funds needed to purchase and pay for the securities of the Business in this offer. The details are outlined in the financial certification letter used by the Tender Offerors for this Tender Offer, as shown in Attachment 6.

5.3. Plan to Sell Shares of the Business

As of the date of the Tender Offer, the Tender Offerors have no plan to either sell or transfer a significant amount of the Business's shares within 12 months from the end of the Tender Offer period, except in any of the following events:

1. The Tender Offerors shall comply with relevant regulations to maintain the qualification of free float according to the criterion of maintaining the listing status or the Tender Offerors is obligated to comply with any effective laws and regulations during such period; or
2. The Tender Offerors may sell or transfer the securities of the Business to its major shareholder or person under Section 258 of the SEC Act; or
3. The Tender Offerors would like to restructure their shareholding, organization structure or capital structure in accordance with the suitability of the business operations in order to improve efficiency and competitiveness, including the benefits of conducting business as a member of the Tender Offerors' group.

5.4. Other necessary information

Due to the fact that on 19 August 2024, Sunrise, who is a major shareholder of SCCC, has additionally acquired ordinary shares of SCCC under the share purchase agreement between Sunrise and Jardine Cycle & Carriage Limited, resulting in Sunrise's shareholding and being entitled to the voting rights of exceeding 50.00 percent of the total issued and paid-up ordinary shares and total voting rights of the SCCC prior to the Tender Offer. As at 18 March 2024 (the latest Record Date of LANNA), SCCC is a major shareholder of the Business, holding 44.99 percent of the total issued and paid-up ordinary shares and total voting rights of the Business, and as at 6 March 2024 (the latest Record Date of Thai Agro Energy Public Company Limited ("TAE")), the Business is a major shareholder of TAE, holding 51.00 percent of the total issued and paid-up ordinary shares and total voting rights of TAE (in addition, SCCC also directly holds 4.72 percent of the total issued and paid-up ordinary shares and total voting rights of TAE). It is deemed that Sunrise has significantly acquired controlling power in the Business and TAE through SCCC under the Chain Principle rule, resulting in Sunrise being obliged to make a Mandatory Tender Offer for the entire securities of the Business and TAE subject to Clause 6 of the Notification TorChor. 12/2554. In this regard, on 23 August 2024, Sunrise and SCCC, have together filed the announcement on its joint intention to make a tender offer for the entire securities

of the Business and TAE with the SEC accordingly. The tender offer is for the entire securities of the Business at the price of THB 16.50 (Sixteen Point Five Baht) per share and for the entire securities of TAE at the price of THB 0.84 (Zero Point Eight Four Baht) per share.

SCCC is considered as related parties under Section 258 of Sunrise because Sunrise holds shares in SCCC more than 30.00 percent of the total issues and paid-up ordinary shares of SCCC. For conducting the tender offer of the Business and TAE, SCCC will purchase (1) the entire securities in the Business from the shareholders who tendered their shares and (2) partial securities in TAE from the shareholders who tendered their shares of not more than 691,138,100 shares, equivalent to 69.11 percent of the total issued and paid-up ordinary shares and total voting rights of the TAE, and Sunrise will purchase the partial securities in the Business from the shareholders who tendered their shares for 261,627,104 shares, equivalent to 26.16 percent of the total issued and paid-up ordinary shares and total voting rights of the TAE.

If the majority of the shareholders of the Business accept the Tender Offer for the entire securities made by Sunrise and SCCC, SCCC may become a controlling person of the Business from an increase shareholding in the Business. Nevertheless, during the period of 12 months from the end of the Offer Period, Sunrise and SCCC have no plans or policies to make material changes to the policies and plans of business operations of the Business including (1) core business objectives, (2) investment (unless it conforms to the normal investment plans), (3) acquiring and/or disposing of key assets (unless it conforms to the normal investment plans), (4) financial structure, (5) dividend policy, (6) current policy on related party transactions, and Sunrise and SCCC have no plan to enter into any material related party transaction with LANNA other than the related party transactions for normal business or supporting normal business operations as disclosed in the SCCC's One Report, nor any intention to delist LANNA's shares from the SET. However, in the event of LANNA becoming a subsidiary of SCCC, LANNA will have to adopt governance, operational and financial policies of SCCC. Sunrise and SCCC may propose changes to the Board of Directors and management structure of LANNA as appropriate where such changes would be in compliance with the relevant rules and regulations

If the majority of the shareholders of TAE accept such tender offer for the entire securities made by Sunrise and SCCC, Sunrise may become a major shareholder or a controlling person of TAE instead of LANNA (in case that Sunrise acquires the entire securities of TAE) or SCCC may become a major shareholder or a controlling person of TAE instead of LANNA (in case that SCCC acquires the entire securities of TAE). Nevertheless, during the period of 12 months from the end of the Offer Period, Sunrise and SCCC have no plans or policies to make material changes to the policies and plans of business operations of TAE including (1) core business objectives, (2) investment (unless it conforms to the normal investment plans), (3) acquiring and/or disposing of key assets (unless it conforms to the normal investment plans), (4) financial structure, (5) dividend policy, (6) current policy on related party transactions, and Sunrise and SCCC have no plan to enter into any material related party transaction with TAE, nor any intention to delist TAE's shares

from the SET. However, in the event of TAE becoming a subsidiary of SCCC, TAE will have to adopt governance, operational and financial policies of SCCC. Sunrise and SCCC may propose changes to the Board of Directors and management structure of TAE as appropriate where such changes would be in compliance with the relevant rules and regulations.

Part 3**Information of the Business****1. Details of the Business****General Information**

Name	Lanna Resources Public Company Limited
Address	888/99 Mahatun Plaza Bldg. 9 th Floor Phloen Chit Rd. Lumpini, Pathum Wan, Bangkok 10330
Telephone no.	02-253-8080
Facsimile no.	0-2253-6822
Website	https://www.lannar.com/
Company registration no.	0107535000397

1.1 General Business Information

The Business operates in 3 segments as follows:

1. Solid Fuel

The Business operates in the coal production and distribution domestically and overseas, having coal mine projects located in Indonesia as its base for coal production and distribution activities. In addition, the Business have an ocean freight transport service business in Singapore to effectively support and manage coal transport for distribution in Thailand and/or delivery to other countries.

2. Liquid Biofuel

The Business operates in the ethanol production and distribution used for bio-fuel purpose in the country. The production and distribution base are located in Dan Chang District, Suphanburi Province.

3. Renewable Energy

The Business operates in the investment and service in renewable energy with the intention to invest in renewable energy related projects.

1.2 Summary of Financial Position and Operational Performance of the Business

Summary of financial position and operational performance of the Business for the fiscal year ended 31 December 2021, 2022, and 2023 and for the six-month period ended 30 June 2024 are as follows:

Unit: THB mm (unless stated otherwise)

	For the Year Ended 31 December						For the Six-month Period Ended 30 June	
	2021		2022		2023		2024	
	Separate financial statements	Consolidated financial statements	Separate financial statements	Consolidated financial statements	Separate financial statements	Consolidated financial statements	Separate financial statements	Consolidated financial statements
Statement of Financial Position								
Total assets	3,629	12,032	4,665	14,954	4,767	14,832	5,046	15,856
Total Liabilities	199	4,451	197	5,272	181	4,162	197	4,267
Shareholders' equity	3,430	7,581	4,665	14,954	4,587	10,670	4,848	11,588
Registered capital	525	525	525	525	525	525	525	525
Issued and paid-up capital	525	525	525	525	525	525	525	525
Profit and Loss Statement								
Total revenue ⁽¹⁾	3,354	15,854	4,972	25,295	3,936	22,978	2,026	11,860
Total expense ⁽²⁾	1,880	11,623	2,077	17,673	2,057	17,739	938	9,234
Net income	1,173	2,717	2,323	4,903	1,509	3,373	892	1,723
Earnings per share (THB) ⁽³⁾	2.23	3.00	4.43	5.65	2.87	3.98	1.70	2.03
Dividend per share (THB) ⁽⁴⁾	1.6	n.a.	3.0	n.a.	2.3	n.a.	n.a.	n.a.
Book value per share (THB) ⁽⁵⁾	6.53	14.44	8.88	28.48	8.74	20.32	9.23	22.07

Source: Audited Financial Statements of the Business year ended 31 December 2021, 2022, and 2023 and reviewed financial statements for the six-month period ended 30 June 2024

Remarks:

(1) Total revenue comprises of revenue from sales of cement and cement-related products, sales of concrete and aggregates, revenue from industrial waste disposal and cleaning services, and others

(2) Total expense comprises of cost of sales and rendering services, selling and distribution expenses, administrative expenses, and other expenses

(3) Calculated from profit attributable to owners of the Business divided by weighted average number of ordinary shares

(4) Dividend per share announced in accordance with the performance of the Business in each period

(5) Calculated from the total paid-up shares

Additional information regarding financial position and performance of the Business can be obtained from Annual Report and the audited financial statements can be obtained from the website of the Securities and Exchange Commission (www.sec.or.th) or the Stock Exchange of Thailand (www.set.or.th)

1.3 Shareholding Structure of the Business

1.3.1 Shareholders List Prior to the Tender Offer

List of the top 15 shareholders of the Business according to the latest list of shareholders register as of 18 March 2024 (Information disclosed on website of the SET) are as follows:

	Name	Number of shares (Shares)	Percentage compared with the Total Issued and Paid-up Ordinary Shares and Total Voting Rights
1	Siam City Cement Public Company Limited	236,173,980	44.99
2	THAI NVDR CO.,LTD.	21,984,819	4.19
3	Mr. Thaveechat Jurangkool	16,000,000	3.05
4	Mr. Tanat Tantisunthorn	15,881,065	3.02
5	Mr. Gongpop Limsong	14,507,660	2.76
6	Mr. Chaisith Viriyamettakul	11,878,800	2.26
7	Miss Greigarn Sirirungsi	11,600,000	2.21
8	Mr. Kraisi Sirirungsi	9,697,781	1.85
9	Mr. Visit Tantisunthorn	6,430,500	1.22
10	UBS AG LONDON BRANCH	6,429,100	1.22
11	Mrs. Mallika Inthusut	5,150,000	0.98
12	Mr. Supachai Suthipongchai	5,000,000	0.95
13	Mr. Kiet Srichomkwan	3,800,000	0.72
14	Mr. Suthat Triyangkulsri	3,323,000	0.63
15	Mr. Banyong Anakatham	2,800,000	0.53
	Total Top 15 Shareholders	370,656,705	70.60
	Others	154,342,974	29.40
	Total	524,999,679	100.00

1.3.2 Expected Shareholding Structure after the Tender Offer

In case all shareholders of the Business have shown their intention to sell all of their shares in this Tender Offer, SCCC will hold 100.00 percent of the total issued and paid-up ordinary shares and total voting rights of the Business.

	Name	Number of shares (Shares)	Percentage compared with the Total Issued and Paid-up Ordinary Shares and Total Voting Rights
1	Siam City Cement Public Company Limited	524,999,679	100.00
	Total	524,999,679	100.00

1.4 List of the Board of Directors

1.4.1 List of Board of Directors of the Business as of 19 August 2024

	Name - Last Name	Title
1	Mr. Vanchai Tosomboon	Chairman of the Board
2	Mr. Kraisi Sirirungsi	Vice Chairman
3	Mr. Srihasak Arirachakaran	Chief Executive Officer, Director
4	Mr. Visit Tantisunthorn	Director
5	Mr. Anun Louharanoo	Director
6	Mr. Siva Mahasandana	Director
7	Mr. Ranjan Sachdeva	Director
8	Mr. Kerry James Chia Beng Lee	Director
9	Mr. Adul Tantharatana	Independent Director, Chairman of the Audit Committee
10	Mrs. Duangkamol Suchato	Independent Director, Audit Committee
11	Mr. Tanon Tantisunthorn	Independent Director
12	Mr. Ralph Robert Tye	Independent Director, Audit Committee

1.4.2 The Potential List of the Board of Directors following the Tender Offer

After the Tender Offer, the Tender Offerors may change or appoint additional directors or change the composition of the Board of Directors of the Business as deemed appropriate. Any change or appointment of additional directors or change in the composition of the Board of Directors will comply with the relevant laws and regulations, including Business' policies, and approval process from the Board of Directors and/or the shareholders meetings.

1.5 Highest and Lowest Share Price of the Business in Each Quarter during the last 3 years

Year	Period	Highest and lowest price (THB per share)	
		Highest price	Lowest price
2021	Jan – Mar	9.40	7.10
	Apr – Jun	17.80	8.25
	Jul – Sep	28.25	15.00
	Oct – Dec	29.00	15.00
2022	Jan – Mar	24.30	15.20
	Apr – Jun	21.40	17.80
	Jul – Sep	24.60	18.80
	Oct – Dec	20.40	17.00
2023	Jan – Mar	17.80	14.50
	Apr – Jun	16.20	13.80
	Jul – Sep	17.30	14.70
	Oct – Dec	15.70	14.00

Year	Period	Highest and lowest price (THB per share)	
		Highest price	Lowest price
2024	Jan – Mar	16.00	13.90
	Apr – Jun	15.40	13.60
	Jul	14.60	13.70

Source: SET (www.set.or.th)

2. Business Plan after the Making of the Tender Offer

2.1 The Status of the Business

The Tender Offerors and any related party of the Tender Offerors as specified in the Section 258 have no intention to delist the Business's shares from the SET within the period of 12 months following the end of the Tender Offer Period, except in the case that the Tender Offerors is required to comply with applicable laws, rules and regulations.

2.2 Policies and Plans of Business Operations

2.2.1 Business Objectives

The Tender Offerors and any related party of the Tender Offerors as specified in the Section 258 have no plans or policies to make material changes to the core business objectives of the Business within the period of 12 months following the end of the Tender Offer Period and intends to continue operating the Business as usual.

However, if essential or appropriate, the Tender Offerors, together with the Business, may consider changing the business plans. In the event of any material changes in the Business's financial condition or business circumstances, or if other necessary changes are required or appropriate, the Tender Offerors may reconsider and revise the business policies to ensure that they are appropriate for the operations and financial conditions of the Business to avoid any material impact on the operations of the Business or to enhance its efficiency and strengthen its competitiveness in the best interest of the Business.

In the case that the Tender Offerors implements any material changes to the Business which differ from those disclosed in the Tender Offer within 12 months following the end of the Tender Offer Period, the Tender Offerors shall seek approval from the Board of Directors and/or the Shareholder's meeting of the Business, as well as other relevant approvals required by applicable relevant rules, laws, and regulations.

2.2.2 Investment Plan

The Tender Offerors and any related party of the Tender Offerors as specified in the Section 258 have no plan to make any material investment that does not conform to the normal investment plans of the Business within the period of 12 months following the end of the Tender Offer Period.

However, if essential or appropriate, the Tender Offerors, together with the Business, may reconsider and revise the investment plans of the Business as appropriate in order to increase its efficiency in operation and management and improve each business line for the best interest of the Business.

In the case that the Tender Offerors implement any material changes to the Business which differ from those disclosed in the Tender Offer within 12 months following the end of the Tender Offer Period, the Tender Offerors shall seek approval from the Board of Directors and/or the Shareholder's meeting of the Business, as well as other relevant approvals required by applicable relevant rules, laws, and regulations.

2.2.3 Plan on Changing in Organization

The Tender Offerors and any related party of the Tender Offerors as specified in the Section 258 may propose for a change in Board of Directors composition and management structure of the Business as appropriate, either additional appointment or change of executives and/or personnel with knowledge and ability to increase efficiency in management for the best interest of the Business. Such a process may occur within the period of 12 months following the end of the Tender Offer Period. Any changes and/or additions to the Board of Directors, managements, or personnel would be in compliance with the relevant rules and regulations.

2.2.4 Plan on Acquisition or Disposal of the Business's Assets

The Tender Offerors and any related party of the Tender Offerors as specified in the Section 258 have no plan or policy to have the Business materially acquiring and/or disposing of key assets in relation to the main business operation within 12 months following the end of the Tender Offer Period.

In the case that the Tender Offerors shall make any material changes which differ from those disclosed in the Tender Offer within 12 months following the end of the Tender Offer Period, the Tender Offerors shall seek approval from the Board of Directors and/or the Shareholder's meeting of the Business, as well as other relevant approvals required by applicable relevant rules, laws, and regulations.

2.2.5 Plan on Changing the Financial Structure

The Tender Offerors and any related party of the Tender Offerors as specified in the Section 258 have no plan or policy to make significant changes to the Business's financial structure within the next 12 months following the end of the Tender Offer Period.

However, if it is essential or appropriate, the Tender Offerors, together with the Business, may reconsider and revise the financial structure of the Business to ensure that the financial structure is appropriate for the operations and financial condition of the Business. Such process may include capital injection or debt financing in an appropriate

level in order to avoid any material effects on the operations of the Business or to increase its efficiency and strengthen its competitiveness for the best interest of the Business.

In the case that the Tender Offerors shall make any material changes which differ from those disclosed in the Tender Offer within 12 months following the end of the Tender Offer Period, the Tender Offerors shall seek approval from the Board of Directors and/or the Shareholder's meeting of the Business, as well as other relevant approvals required by applicable relevant rules, laws, and regulations.

2.2.6 Dividend Policy

The Tender Offerors and any related party of the Tender Offerors as specified in the Section 258 have no plan or policy to make significant changes to the Business's dividend policy within the next 12 months following the end of the Tender Offer Period. The Business has a dividend payment policy to distribute dividends to shareholders at a rate not less than 60 percent of the net profits after allocating various reserves and is subject to the Business's investment plan, necessity, relevant laws, and other related considerations. However, the actual dividend payout ratio may vary, being either higher or lower than the designated rate in the aforementioned policy, depending on various risk factors.

In the case that the Tender Offerors shall make any material change of dividend policy, such change will require approval from the Board of Directors and/or the Shareholder's meeting of the Business, as well as other relevant approvals required by applicable relevant rules, laws, and regulations.

2.3 Related Party Transactions

Currently, the Business has set out policies and procedures regarding approval of related party transactions in compliance with the rules and regulations stipulated by the SET and the SEC to prevent any conflict of interests between the Business and its subsidiaries, affiliated companies, related companies and/or any persons who may have potential conflict.

As of the date of Tender Offer submission, the Tender Offerors and the Business has a related party transaction with details disclosed in Part 2 Section 4.4.2 Related Party Transaction.

Within the period of 12 months following the end of the Offer Period, the Tender Offerors and any related party of the Tender Offerors, as specified in the Section 258 under the Securities and Exchange Act B.E. 2535 (as amended), has no plan to make any material changes to the current policy on related party transactions of the Business, and has no plan to enter into any material related party transaction with the Business.

However, if the Tender Offerors enters into related party transactions in the future, the Tender Offerors and the Business shall proceed and disclose details of such related party transactions in

accordance with all related and applicable rules, regulations, notifications, orders or conditions stipulated by the SEC and/or the SET as required. This is to ensure that such related party transactions have similar criteria as those transactions entered with other parties on an arm's length basis (Arm's Length Transaction).

In the case that the Tender Offerors shall make any material changes that are different from what is disclosed in the Tender Offer, including entry by the Tender Offerors into any material related party transaction with the Business, which requires approval from the Shareholders meeting of the Business, the Tender Offerors shall seek for an approval from the Board of Directors and/or the Shareholder meeting of the Business and other relevant approvals as required by applicable relevant rules, laws and regulations.

Part 4**Additional Information of the Tender Offer****1. Tender Offer Acceptances Procedures**

To accept the Tender Offer, the Tender Offeree, who intends to sell the shares either entirely or partially, shall comply with the following procedures. The Tender Offerors and/or through the Tender Offer Agents reserve the right to refuse the Tender Offer Acceptance Form which is not completed in accordance with the procedures described in Part 4 and Attachment 1 and 3, attached herewith:

1.1 Complete, accurately and clearly, the “Tender Offer Acceptance Form of the Ordinary Shares of Lanna Resources Public Company Limited” (the “Tender Offer Acceptance Form”) enclosed in Attachment 1 Form A-2 for ordinary shares or Attachment 3 Form C-2 for NVDRs, with the signature of the Tender Offeree.

1.2 Enclose the following documents for the shares tendered;

1.2.1 In Case of Share Certificates (Script)

The share certificate must be endorsed with the signature of the Tender Offeree in the column headed “signature of the transferor” on the back of each share certificate and enclosed 2 copies of the duly signed documents to identify the Tender Offeree as mentioned in Section 1.2.3. The Tender Offeree’s signature endorsed on the share certificate must be the same as the signatures appeared on all documents of the Tender Offeree. As the share certificates submitted along with the Tender Offer Acceptance Form must be verified by the Thailand Securities Depository Co., Ltd (the “TSD”), thus, in order for the Tender Offeree to sell the shares within the Tender Offer Period, the Tender Offeree should submit the Tender Offer Acceptance Form along with the enclosed documents as mentioned in Section 1.2.3 within 30 September 2024 or at least 2 business days prior to the last day of the Tender Offer Period to provide sufficient time for the Tender Offer Agents to verify and deposit the share certificate with the TSD who is the security registrar. If the share certificates are rejected from TSD, the Tender Offerors and/or the Tender Offer Agents reserve the right to refuse the Tender Offer Acceptance Form of the Tender Offeree and the Tender Offer Agents will notify the Tender Offeree to collect the share certificate. In the case that the Tender Offeree submits the Tender Offer Acceptance Form within 1 October 2024 and 2 October 2024 (which are the last 2 business days of the Tender Offer Period), the Tender Offer Agents reserve the right to refuse the Tender Offer Acceptance Form of the Tender Offeree and the Tender Offer Agents will notify the Tender Offeree to collect the share certificate if the share certificates are rejected from TSD.

- In the event that the title, first name or last name of the shareholder appeared on the share certificate is different from those appeared on the Identification Card, Civil Servant Identification Card, State Enterprise Employee Card, Alien Certificate, passport, or in the case of the juristic entity's name of the shareholder stated in the share certificate is different from those stated in juristic entity's affidavit issued by the Ministry of Commerce (in case of Thai juristic entities) or Certificate of Commercial Registration (in case of Foreign juristic entities), the Tender Offeree has to complete the "Amending Securities Holder Records" prescribed by TSD ("**TSD-301**"), enclosed in Attachment 4 Form D, and attach the official documents for the rectification such as marriage certificate, divorce certificate, or notification of change of name, as the case may be whereby every page of such documents must be certified as true copy. The rectified name must be the same as that stated in the Identification Card, Civil Servant Identification Card, State Enterprise Employee Card, Alien Certificate, passport, juristic entity's affidavit or certificate of commercial registration of the Tender Offeree, as the case shall apply.
- In the case of Lifetime Identification Card, Civil Servant Identification Card or State Enterprise Employee Card, the Tender Offeree must attach the certified true copy of household registration. The name and address shown on such household registration must be the same on the Civil Servant Identification Card or State Enterprise Employee Card.
- In the event that the Tender Offeree is an executor of a will, the Tender Offeree must submit a copy of a court order appointing the Tender Offeree as the executor issued not more than 1 year prior to the submission date of the Tender Offer Acceptance Form, a copy of certification of case finalization issued not more than 1 year prior to the submission date of the Tender Offer Acceptance Form, a copy of death certificate, a certified true copy of the Identification Card and house registration of the executor, and share certificates endorsed by signature of the executor on the back.
- In the event that the Tender Offeree is a minor, the parents must endorse on the back of the share certificate and attach a certified true copy of Identification Card of the parents and the minor, as well as the household registration of the parents and the minor.
- In case that the Tender Offeree lost his/her share certificates, the Tender Offeree must contact TSD and request for an issuance of new share certificate, in order to tender the Tender Offeree's shares to the Tender Offer Agents. As the process of issuing new shares may take some time in accordance with TSD's process, the Tender Offeree should contact TSD before the end of the Tender Offer Period.

Remark: In case of the share certificate, the acceptance of Tender Offer will be completed when the share certificate has been verified by and deposited with the TSD. If the share certificates are rejected by the TSD, the Tender Offerors and/or the Tender Offer Agents reserve the right to refuse the Tender Offer Acceptance Form of the Tender Offeree and the Tender Offer Agents will notify the Tender Offeree to collect the share certificate.

1.2.2 In Case of Shares Deposited with TSD (Scripless)

The Tender Offeree must contact the securities company which the Tender Offeree has the brokerage account and deposit the shares with and submit 1 set of the duly signed documents mentioned in Section 1.2.3 to transfer tendered scripless shares into the following account of the Tender Offer Agents:

For Thai Shareholders

Account name: “บริษัทหลักทรัพย์ เกียรติสินภัทร จำกัด (มหาชน) เพื่อคำเสนอซื้อ”

Account number: 006-000 000 015-7 or

Account name: “บริษัทหลักทรัพย์ กรุงศรี จำกัด (มหาชน) เพื่อคำเสนอซื้อหลักทรัพย์”

Account number: 029-000000098-2

For Foreign Shareholders and NVDR Holders

Account name: “KIATNAKIN PHATRA SECURITIES PUBLIC COMPANY LIMITED FOR TENDER”

Account number: 006-000 000 015-7 or

Account name: “KRUNGSRI SECURITIES PUBLIC COMPANY LIMITED FOR TENDER OFFER”

Account number: 029-000000098-2

The Tender Offeree shall send the Tender Offer Acceptance Form with 1 set of related documents as stated under in Section 1.2.3 to the securities brokerage that the Tender Offeree has the brokerage account with where such security brokers will then collect and submit the signed Tender Offer Acceptance Form of the Tender Offeree to the Tender Offer Agents.

In case of shares deposited with TSD, under the issuer account no. 600, the Tender Offeree must complete and sign, accurately and clearly, and submit the form “Securities transfer to/from issuer account with participant” (“**TSD-403**”) enclosed in Attachment 5 Form E, together with 1 set of identification documents of securities holder, according to the type of person indicating in page 2 of TSD-403, in addition to the Tender Offer Acceptance Form with 1 set of related documents as stated under in Section 1.2.3 in order to transfer tendered scripless shares into the following account of the Tender Offer Agents:

For Thai Shareholders

Account name: “บริษัทหลักทรัพย์ เกียรติสินภัทร จำกัด (มหาชน) เพื่อคำเสนอซื้อ”

Account number: 006-000 000 015-7 or

Account name: “บริษัทหลักทรัพย์ กรุงศรี จำกัด (มหาชน) เพื่อคำเสนอซื้อหลักทรัพย์”

Account number: 029-000000098-2

For Foreign Shareholders and NVDR Holders

Account name: "KIATNAKIN PHATRA SECURITIES PUBLIC COMPANY LIMITED FOR TENDER"

Account number: 006-000 000 015-7 or

Account name: "KRUNGSRI SECURITIES PUBLIC COMPANY LIMITED FOR TENDER OFFER"

Account number: 029-000000098-2

The Tender Offeree shall send the Tender Offer Acceptance Form with 1 set of related documents as stated under in Section 1.2.3 and TSD-403 with 1 set of related documents to be submitted for securities transfer to/from the issuer account with participant, indicating in page 2 of TSD-403, to the Tender Offer Agents.

The Tender Offer Agents shall send TSD-403 with its supporting documents to TSD for verification and transfer Offeree's securities from the issuer account to the account of Tender Offer Agents. In order for the Tender Offeree to sell the shares within the Tender Offer Period, the Tender Offeree, whose shares are deposited in the issuer account no. 600, shall submit the Tender Offer Acceptance Form along with TSD-403 and their enclosed documents within 30 September 2024 or at least 2 business days prior to the last day of the Tender Offer Period to provide sufficient time for the Tender Offer Agents to verify and process the securities transfer with the TSD who is the security registrar. If TSD-403 is rejected from TSD, the Tender Offerors and/or the Tender Offer Agents reserve the right to refuse the Tender Offer Acceptance Form of the Tender Offeree. In the case that the Tender Offeree submits the Tender Offer within or after 1 October 2024 and 2 October 2024 (which are the last 2 business days of the Tender Offer Period), the Tender Offer Agents reserve the right to refuse the Tender Offer Acceptance Form of the Tender Offeree and the Tender Offer Agents will notify the Tender Offeree to collect the share certificate if the share certificates are rejected from TSD.

For an NVDR, there will be a process of converting an NVDR into scripless ordinary share and the Tender Offer Agents cannot accept the tendered NVDR if the tendered NVDR is not converted into scripless ordinary share within the Tender Offer Period. Thus, in order that the Tender Offeree can sell the shares within the Tender Offer Period, the Tender Offeree should submit the Tender Offer Acceptance Form and 1 set of its related documents as stated in Section 1.2.3 within 30 September 2024 or at least 2 business days prior to the last day of the Tender Offer Period to sufficient time for conversion of an NVDR into scripless ordinary share. In the case that the Tender Offeree submits the Tender Offer within or after 1 October 2024 and 2 October 2024 (which are the last 2 business days of the Tender Offer Period), the Tender Offer Agents reserve the right to refuse the Tender Offer Acceptance Form of the Tender Offeree if the tendered NVDR is not converted into scripless ordinary share within Tender Offer period.

1.2.3 Documents for the Identification of the Tender Offeree

Thai Individual

- A certified true copy of valid Identification Card, Civil Servant Identification Card or State Enterprise Employee Identification Card that shows 13-digit identification number. The photocopy of all documents must be clear and legible. The signature used must be the same as the signature appeared on all documents related to the Tender Offer.
- In the event that the Tender Offeree is a minor, the parents must submit an approval form, and a certified true copy of Identification Card of the parents and the minor as well as the household registration of the parents and the minor endorsed by a signature of the parent and the minor.
- In the event that the Tender Offeree is an executor of a will, a Tender Offeree must submit a copy of a court order appointing the Tender Offeree as the executor issued not more than 1 year prior to the submission date of the Tender Offer Acceptance Form, a copy of certification of case finalization issued not more than 1 year prior to the submission date of the Tender Offer Acceptance Form, a copy of death certificate, a certified true copy of the Identification Card and house registration of the executor.

Foreign Individual

- A certified true copy of his/her valid Alien Certificate or passport. The signature stated on copy of passport must be the same as the signature appeared on all documents related to the Tender Offer. A photocopy of all documents must be clear and legible.

Thai Juristic Person

- A copy of juristic entity's affidavit issued by the Ministry of Commerce for no longer than 6 months prior to the last day of the Tender Offer Period certified by authorized signatory(ies) and affixed with juristic entity seal (if any); and
- A certified true copy of valid Identification Card, Civil Servant Identification Card or state enterprise employee Identification Card of the authorized signatory(ies) that shows 13-digit identification number. In case the authorized signatory(ies) is a foreigner, a valid certified true copy of his/her Alien Certificate or passport is required.
- The photocopy of all documents must be clear and legible. The signature used must be the same as the signature appeared on all documents related to the Tender Offer.

Remark: A Thai juristic Tender Offeree must deduct withholding tax in the amount of 3.00 percent of brokerage fee and issue a withholding tax certificate to the Tender Offer Agents.

Foreign Juristic Person

- A certified true copy of the certificate of incorporation and juristic entity's affidavit issued by the officer of the juristic person or the governmental authority of the country in which the juristic person is located, which certifies name of juristic person, authorized person(s), location of headquarters and power or conditions of signing authorization, issued not more than 6 months prior to the last day of the Tender Offer Period. The documents must be certified by authorized signatory(ies), and affixed with company seal (if any); and
- A valid certified true copy of Identification Card, Civil Servant Identification Card or State Enterprise Employee Identification Card of the authorized signatory(ies) that shows 13-digit identification number. In case the authorized signatory(ies) is a foreigner, a valid certified true copy of his/her Alien Certificate or passport is required.

All the abovementioned documents must be notarized by the Notary Public officer and then authenticated by an official of the Thai Embassy and legalized by the Thai Consulate in the country of issuance or notarization thereof, all of which must be issued for no longer than 6 months prior to the last day of the Tender Offer Period.

In addition, photocopy of all documents must be clear and legible. The signature used must be the same as the signature appeared on all documents related to the Tender Offer.

A foreign juristic person not operating any business in Thailand and residing in a country which does not have a double tax treaty with Thailand or has a double tax treaty with Thailand, but such treaty does not exempt withholding tax on capital gains from the sale of shares in Thailand

The Tender Offeree is subject to a 15 percent withholding tax on capital gains on sale of securities which the difference between the Offer Price and the price at which the Tender Offeree originally acquired the tendered shares. The price at which such Tender Offeree originally acquired the tendered shares must be declared to the Tender Offer Agents by completing the Form for Confirmation of Cost of Tendered Securities in Attachment 1 Form A-3 for ordinary shares and in Attachment 3 Form C-3 for NVDR.

In the event that any Tender Offeree fails to declare the aforementioned information together with the Form for Confirmation of Cost of Tendered Securities, the Tender Offer Agents will determine the amount of withholding tax calculated by multiplying the Offer Price by the total number of shares or NVDR which such Tender Offeree expresses intention to sell and will deduct the withholding tax accordingly.

- 1.2.4 Where the Tender Offeree is represented by an authorized representative, the required documents shall also include the power of attorney appointing the authorized representative as stated in Attachment 1 Form A-4 for ordinary shares and Attachment 3 Form C-4 for NVDR, affixed with stamp duty of THB 10 or THB 30,**

as the case may be, together with a certified true copy of each of the documents set out in section 1.2.3 of the Tender Offeree and the authorized representative

1.2.5 Other documents which the Tender Offer Agents may request

1.2.6 If the Tender Offeree has any questions regarding the acceptance of the Tender Offer, please contact:

Kiatnakin Phatra Securities Public Company Limited

12A floor, 209 KKP Tower A, Sukhumvit 21 (Asoke), Khlong Toey Nua, Wattana, Bangkok 10110

Tel: 66 (0) 2165 5555 press 4

Information inquiry available every business day from 8.00 a.m. – 6.00 p.m.

Krungsri Securities Public Company Limited

Operation Department

Sathorn Branch Office, No. 25 Bangkok Insurance Building 16th Floor, South Sathorn Road, Thungmahamek, Sathorn, Bangkok, 10120

Tel: 02-638-5702, 5704, or 5708

Information inquiry available every business day from 9.00 a.m. – 5.00 p.m.

For Provincial: Chiangmai, Khon Kaen, Nakhonpathom, Chonburi, and Hat yai

Please check the contact information on the appendix 1 or at

<https://www.krungsrisecurities.com>

1.3 Submission of the Tender Offer Acceptance Form

1.3.1 In Case of Share Certificates (Script)

As the share certificates submitted along with the Tender Offer Acceptance Form must be verified by TSD first, in order that the Tender Offeree can sell the shares within the Tender Offer Period, the Tender Offeree must submit the completed Tender Offer Acceptance Form together with endorsed share certificates and 2 sets of supporting documents as stated in Section 1.2 on business days from 29 August 2024 to 2 October 2024, during 9.00 a.m. to 4.00 p.m. at the office of the Tender Offer Agents. However, the Tender Offeree shall submit the completed Tender Offer Acceptance Form together with supporting documents within 30 September 2024 or at least 2 business days prior to the last day of the Tender Offer Period at the following address. In the case that the Tender Offeree submits the Tender Offer within or after 1 October 2024 and 2 October 2024 (which are the last 2 business days of the Tender Offer Period), the Tender Offer Agents reserve the right to refuse the Tender Offer Acceptance Form of the Tender Offeree and the Tender Offer Agents will notify the Tender Offeree to collect the share certificate if the share certificates are rejected from TSD.

Kiatnakin Phatra Securities Public Company Limited

Operation, 12A floor, 209 KKP Tower A, Sukhumvit 21 (Asoke), Khlong Toey Nua,
Wattana, Bangkok 10110

Tel: 66 (0) 2165 5555 press 4

Information inquiry available every business day from 8.00 a.m. – 6.00 p.m.

Krungsri Securities Public Company Limited

Operation Department

Sathorn Branch Office, No. 25 Bangkok Insurance Building 16th Floor,
South Sathorn Road, Thungmahamek, Sathorn, Bangkok, 10120

Tel: 02-638-5702, 5704, or 5708

Information inquiry available every business day from 9.00 a.m. – 5.00 p.m.

For Provincial: Chiangmai, Khon Kaen, Nakhonpathom, Chonburi, and Hat yai

Please check the contact information on the appendix 1 or at

<https://www.krungsrisecurities.com>

In addition, the Tender Offer Agents will not accept any documents submitted by post.

Moreover, for the Tender Offeree who holds share certificates, the Tender Offer Acceptance Form will be effective only when such share certificate has been duly verified by and deposited with the TSD. In the event that the share certificates are rejected from depository by the TSD, the Tender Offerors and/or the Tender Offer Agents reserve the right to refuse the Tender Offer Acceptance Form and the Tender Offer Agents will notify the Tender Offeree to collect the share certificate.

1.3.2 In Case of Shares Deposited with TSD (Scripless)

In the case that the Tender Offeree has shares deposited with TSD, in scripless form, via the securities broker whom the Tender Offeree has the brokerage account with, the Tender Offeree can submit the Tender Offer Acceptance Form and the related documents to the security broker within the day specified by each security broker, so that the security brokers will collect and submit the signed Tender Offer Acceptance Form and the related documents of the Tender Offeree to the Tender Offer Agents within the Tender Offer Period.

1.3.3 In Case of the Tender Offeree has the Brokerage Account and Deposit the Shares of the Business with Kiatnakin Phatra Securities Public Company Limited

The Tender Offeree can submit the Tender Offer Acceptance Form via tape-recorded telephone system with investment consultants within operating days and working hours according to the methods and conditions specified by Kiatnakin Phatra Securities Public Company Limited.

1.3.4 In the event that the Tender Offeree submits the Tender Offer Acceptance Form at Krungsri Securities Public Company Limited – Provincial Branch

The Tender Offeree can submit the Tender Offer Acceptance Form along with the enclosed documents as mentioned in Section 1.2 at Krungsri Securities Public Company Limited – Provincial Branch: Chiangmai, Khon Kaen, Nakhonpathom, Chonburi, and Hat Yai within 23 September 2024 or at least 7 business days prior to the last day of the Tender Offer Period. In the case that the Tender Offeree submits the Tender Offer Acceptance Form from 24 September 2024 to 2 October 2024, the Tender Offer Agents reserve the right to refuse the Tender Offer Acceptance Form of the Tender Offeree and the Tender Offer Agents will notify the Tender Offeree to collect the share certificate if the share certificates are rejected from TSD.

1.3.5 In Case of Shares Deposited with TSD under the Issuer Account No. 600

The Tender Offeree can submit the Tender Offer Acceptance Form with 1 set of related documents as stated under in Section 1.2.3 and TSD-403 together with the required documents for the securities transfer to/from the issuer account with participant form as indicated in page 2 of TSD-403, to the Tender Offer Agents.

The Tender Offer Agents will send TSD-403 with its supporting documents to TSD for verification and transfer the Tender Offeree's securities from the issuer account to the account of Tender Offer Agents. In order for the Tender Offeree to sell the shares within the Tender Offer Period, the Tender Offeree, whose shares is deposited in the issuer account no. 600, shall submit the Tender Offer Acceptance Form along with TSD-403 and their enclosed documents within 30 September 2024 or at least 2 business days prior to the last day of the Tender Offer Period to provide sufficient time for the Tender Offer Agents to verify and process the securities transfer with the TSD who is the security registrar. If TSD-403 is rejected from TSD, the Tender Offerors and/or the Tender Offer Agents reserve the right to refuse the Tender Offer Acceptance Form of the Tender Offeree. In the case that the Tender Offeree submits the Tender Offer within or after 1 October 2024 and 2 October 2024 (which are the last 2 business days of the Tender Offer Period), the Tender Offer Agents reserve the right to refuse the Tender Offer Acceptance Form of the Tender Offeree if TSD-403 are rejected from TSD, which takes approximately 2 business days after the Tender Offeree submits the Tender Offer Acceptance Form.

1.3.6 In Case of NVDR

The Tender Offeree shall follow the submission procedures for Tender Offer Acceptance Form enclosed in Attachment 3 Form C-1 for NVDRs as there is a process of converting an NVDR to a scripless ordinary share and the Tender Offer Agents cannot accept the tendered NVDR, if the tendered NVDR is not converted into scripless ordinary share

within the Tender Offer Period, in order that the Tender Offeree can sell the shares within the Tender Offer Period, the Tender Offeree should submit the Tender Offer Acceptance Form together with supporting documents to the security company that the Tender Offeree has a brokerage account with within 30 September 2024 or at least 2 business days prior to the last day of the Tender Offer Period to provide sufficient time for conversion of an NVDR into scripless ordinary shares. In the case that the Tender Offeree submits the Tender Offer within or after 1 October 2024 and 2 October 2024 (which are the last 2 business days of the Tender Offer Period), the Tender Offer Agents reserve the right to refuse the Tender Offer Acceptance Form of the Tender Offeree if the tendered NVDR is not converted into scripless ordinary share within the Tender Offer Period.

1.3.7 In Case of Submission of the Tender Offer Acceptance Form through online channels (E-Tender system)

The submission of the Tender Offer Acceptance Form through online channels (E-Tender system) is subject to the following conditions:

- (1) For Thai Individuals who can successfully verify and confirm their identity with the Department of Provincial Administration's data (Online DOPA), excluding minors and estate managers, they must provide their mobile phone number and confirm the Tender Offer Acceptance Form through the E-Tender system using their authenticated identity.
- (2) The shares submitted for the Tender Offer must be in Scripless-type shares deposited with TSD via brokers only and those shares should not be NVDR-type shares and must be free from any encumbrances.
- (3) After the Tender Offeree submitted the Tender Offer Acceptance Form through online channels (E-Tender system), they must contact the broker where they have deposited the shares to proceed with transferring the tendered shares into the account of the Tender Offer Agents as follows:

For Thai Shareholders

In the event that the Tender Offeree submits the Tender Offer Acceptance Form through Kiatnakin Phatra Securities Public Company Limited

Account name: "บริษัทหลักทรัพย์ เกียรติสินภัทร จำกัด (มหาชน) เพื่อคำเสนอซื้อ"

Account number: 006-000 000 015-7

In the event that the Tender Offeree submits the Tender Offer Acceptance Form through Krungsri Securities Public Company Limited

Account name: "บริษัทหลักทรัพย์ กรุงศรี จำกัด (มหาชน) เพื่อคำเสนอซื้อหลักทรัพย์"

Account number: 029-000000098-2

Within the Tender Offer period, or as specified by the Tender Offer Agents:

- (4) In the event that the Tender Offeree is unable to respond to the Tender Offer through the E-Tender system, the Tender Offeree must submit the Tender Offer Acceptance Form according to the methods specified in the aforementioned Section 1.3.2 or Section 1.3.3 within the Tender Offer Period, or as specified by the Tender Offer Agents.
- (5) The Tender Offer Agents reserve the right to reject the acceptance of the Tender Offer through the E-Tender system by the Tender Offeree if The Tender Offer Agents do not receive the securities within the timeframe specified in Section 1.3.7 (3) above, or if the transaction through the E-Tender system is unsuccessful or incomplete according to the abovementioned conditions.

The Tender Offeree can respond to the Tender Offer through the online system as per the methods and conditions specified by The Tender Offer Agents at the website <https://wealthmanagement.kkpfng.com> or <https://www.krungsrisecurities.com>.

1.4 In Case that the share intended for Tender is under pledge or encumbrance, the Tender Offeree has to procure the release/discharge of the pledge or encumbrance before submission of the Tender Offer Acceptance Form as stated in Section 1.1 to 1.3.

1.5 Tender Offerors and/or Tender Offer Agents reserve the right to amend the details of the acceptance procedure as specified herein as appropriate in case of any problems, obstacles, or restrictions, to facilitate the completion of the Tender Offer.

2. Procedures for the Purchase of Securities

The Tender Offerors will purchase all remaining ordinary shares submitted to the Tender Offer Agents in accordance with the procedures described in Part 4 except when The Tender Offerors cancels the Tender Offer under conditions provided in Part 1 Section 9 Conditions for Cancellation of Tender Offer, and the Tender Offeree cancels his or her intention of selling as specified in Part 4 Section 6 Conditions for Revocation of the Intention to Tender Shares

3. Payment Date

The Tender Offeree will receive the payment of securities on 4 October 2024 (which is the second business day after the end of the Tender Offer Period) once the Tender Offeree has completed and submitted the Tender Offer Acceptance Form and all supporting documents and the securities have been transferred to the Tender Offer Agents. In the case of the extension of the Tender Offer Period, the Tender Offeree will receive the payment of the securities within the second business day after the end of the extended Offer Period.

Remark: The Tender Offerors and/or the Tender Offer Agents shall pay for tendered share to the Tender Offeree only if the Acceptance of Tender Offer is completed which the Tender Offer Acceptance Form and/or the share certificate and/or other related documents in accordance with Section 1.2 has been verified, and the transfer of the tendered shares is completed within the settlement period. If the acceptance of Tender Offer is incomplete within the settlement period, the Tender Offerors and/or the Tender Offer Agents reserve the right to refuse payment from the shares tendered to the Tender Offeree and Tender Offer Agents will notify the Tender Offeree to collect such documents and share certificate.

4. Settlement and Payment Procedures

After the Tender Offeree's Tender Offer Acceptance Form, share certificate, other deed of ownership and all required documents as specified in Part 4 Section 1.2 are duly examined and verified, the shares transfer is completed, and the Tender Offer Agents receive the full payment amount according to the number of Offeree who submits the Tender Offer Acceptance Form within the Tender Offer Period, the Tender Offerors, through the Tender Offer Agents, will then make a payment for the purchase of shares, net of any fee or tax, to the Tender Offeree in accordance with the payment method selected by the Tender Offeree in the Tender Offer Acceptance Form as follows:

4.1 Payment by bank transfer via Automatic Transfer System (ATS)

The Tender Offeree shall inform the bank account information to be used to receive the payment for the purchase of shares. The account must be a saving or current account, which is able to execute transactions via auto transfer system, opened only with (1) Bank of Ayudhya Public Company Limited (2) Siam Commercial Bank Public Company Limited (3) Bangkok Bank Public Company Limited (4) Krungthai Bank Public Company Limited (5) Kasikornbank Public Company Limited (6) TMBThanachart Bank Public Company Limited (7) United Overseas Bank Public Company Limited (8) Kiatnakin Bank Public Company Limited (9) CIMB Thai Bank Public Company Limited or (10) any other banks as approved by the Tender Offer Agents. The name of the account holder must be the same as that of the Tender Offeree stated in the Tender Offer Acceptance Form. The Tender Offeree must provide either a certified true copy of the first page of the saving passbook or a certified true copy of the current account statement which show the account name and account number. A copy of all documents must be clear, and legible. The Tender Offerors will make payment to the Tender Offeree as follows:

The Tender Offerors will make payment, through the Tender Offer Agents, to the Tender Offeree's account by 4.00 p.m. on 4 October 2024 which is the second business day, following the last day of the Tender Offer Period.

In the event that the bank transfer cannot be completed for any reason, the Tender Offerors reserves the rights to procure the Tender Offer Agents to make a payment for the purchase of shares by cheque. Through the Tender Offer Agents, the Tender Offerors will send the cheque via registered post to the address specified in the Tender Offer Acceptance Form within 15 days after the Settlement Date as stated in Section 4.2.3. For the Tender Offeree's convenience, the Tender Offerors recommend that the Tender Offeree should choose to receive payment by direct transfer to account without any charges.

4.2 The Tender Offeree accepts to receive payment by cheque

Should the Tender Offeree choose to accept payment by cheque, the Tender Offerors will make payment through the Tender Offer Agents to the Tender Offeree by cheque. A clearing process may take approximately 7-15 days if the Tender Offeree deposits such cheque in an account that

is in different clearing areas other than Bangkok (depending on each bank's procedures). The Tender Offeree can select one of the three methods as follows:

4.2.1 Collecting cheque in person

The Tender Offeree can collect his or her cheque made in the name of "A/C Payee Only" to the Tender Offeree from 4 October 2024, which is the second business day following the last day of the Tender Offer Period (business day), onwards, during 9.00 am. - 4.00 pm. at the office of the Tender Offer Agents at the following address:

Kiatnakin Phatra Securities Public Company Limited

Operation, 12A floor, 209 KKP Tower A, Sukhumvit 21 (Asoke), Khlong Toey Nua, Wattana, Bangkok 10110

Tel: 66 (0) 2165 5555 press 4

Information inquiry available every business day from 8.00 a.m. – 6.00 p.m.

Krungsri Securities Public Company Limited

Operation Department

Sathorn Branch Office, No. 25 Bangkok Insurance Building 16th Floor,

South Sathorn Road, Thungmahamek, Sathorn, Bangkok, 10120

Tel: 02-638-5702, 5704, or 5708

Information inquiry available every business day from 9.00 a.m. – 5.00 p.m.

If the cheque has not been collected within 14 business days following the Settlement Date stated in Section 3, the Tender Offerors will send the cheque, through the Tender Offer Agents, to the Tender Offeree via registered post to the address specified in the Tender Offer Acceptance Form.

Under any circumstance, after the cheque payment has been sent to the Tender Offeree by registered post at the address stated in the Tender Offer Acceptance Form, it will be deemed that the Tender Offeree has received the full payment of securities, and the Tender Offeree will have no right to claim for any interest or damages from the Tender Offer Agents or the Tender Offeror.

4.2.2 Offeree appoints other persons to collect the cheque on his or her behalf

In the case where the Tender Offeree wishes to appoint another person to collect the cheque on his or her behalf, such person shall submit a power of attorney to the Tender Offer Agents affixed with a THB 10 or THB 30 stamp duty, as the case may be, and a certified true copy of each of the documents as stated in Section 1.2.3 of the Tender Offer and the appointed person. The appointed person can collect the cheque according to the procedures and conditions stated in Section 4.2.1.

If the cheque has not been collected within 14 business days following the payment date, through the Tender Offer Agents, The Tender Offerors will send the cheque to the Tender Offeree via registered post to the address specified in the Tender Offer Acceptance Form.

Under any circumstance, after the payment cheque has been sent to the Tender Offeree by registered post at the address stated in the Tender Offer Acceptance Form, it will be deemed that the Tender Offeree has duly received the full payment of securities and the Tender Offeree does not have the right to claim for any interest or damage.

4.2.3 The Tender Offeree wishes to receive the cheque via registered post at the address specified in the Tender Offer Acceptance Form

The Tender Offeree can select to receive payment via registered mail at the address stated in the Tender Offer Acceptance Form. However, the Tender Offeree might receive the cheque after the second business day, following the last day of the Tender Offer Period or on 4 October 2024.

However, under any circumstance, after the cheque payment has been sent to the Tender Offeree by registered mail at the address stated in the Tender Offer Acceptance Form, it will be deemed that the Tender Offeree has received the full proceeds from accepting the Tender Offer and the Tender Offeree will have no right to claim for any interest or damages from the Tender Offer Agents or the Tender Offeror.

Remark: In the case that share tendered is in share certificate form, the Tender Offerors or the Tender Offer Agents will make payment to the Tender Offeree only after such share certificates have been verified by and deposited with the TSD. If the TSD refuses to accept such share certificates, the Tender Offerors and/or the Tender Offer Agents reserve the right to refuse the Tender Offer Acceptance Form of the Tender Offeree and the Tender Offerors will not make or be obliged to make any payment to the Tender Offeree. The Tender Offeree will then be notified to collect the share certificates.

4.3 The Tender Offerors and/or the Tender Offer Agents reserve the right to change the details regarding the method of payment as specified in this document as appropriate. In case of problems, obstacles or limitations in the operation in order to make the Tender Offer successful.

5. Rights of Shareholders who have expressed their Intention to Tender their Securities

Through the Tender Offer Agents, the Tender Offerors will make payment in accordance with the payment method as selected by the Tender Offeree in the Tender Offer Acceptance Form on the second business day after the last day of Offer period, which is 4 October 2024 (per the terms and conditions in Attachment 1, A-2 form or Attachment 3, C-2 form for NVDR, as the case may be).

In case of any event that results in a change in the Offer Price, as specified in Part 1 Section 8, Conditions for the Amendment of the Tender Offer, the Tender Offerors shall proceed with the followings:

5.1 In the event that the Offer Price is reduced, the Tender Offerors will pay the reduced price to all Offeree. The Tender Offerors and/or through the Tender Offer Agents shall deem that the Tender Offeree has agreed and accepted the reduced Offer Price, except for those Offeree

who has expressed their intention to sell prior to the date of price reduction (and such intention is irrevocable). In such case, the Tender Offerors will pay the original price to such Offeree.

5.2 In the event that the Offer Price is increased, the Tender Offerors will pay the increased price to all Offeree, and the Tender Offerors and the Tender Offer Agents shall deem that the Tender Offeree has agreed and accepted the increased Offer Price.

6. Procedures for the withdrawal of Tender Offer

6.1 The Tender Offeree who is entitled to withdraw the Tender Offer can withdraw Tender Offer from the first business day to the 20 business days of the Tender Offer Period which falls on 29 August 2024 to 25 September 2024 during the hours of 9.00 a.m. to 4.00 p.m.

6.2 Methods to cancel the tendered shares

6.2.1 Complete and sign the "Tender Offer Cancellation Form of the Ordinary Shares of Lanna Resources Public Company Limited (the "Tender Offer Cancellation Form") as enclosed in Attachment 2 Form B-2, accurately and clearly, with the signature of the person who expresses the intention to withdraw the Tender Offer; and

6.2.2 Enclose the following documents;

(1) Evidence of receipt of share certificate issued by the Tender Offer Agents or shares transfer certificate through TSD or NVDR issued by the Tender Offeree's broker and Tender Offer Acceptance Form

(2) Where the Tender Offeree is a:

Thai Individual

- A certified true copy of a valid Identification Card, Civil Servant Identification Card or State Enterprise Employee Card that shows 13-digit identification number. The photocopy of all documents must be clear and legible. The signature used must be the same as the signature stated on all documents related to the Revocation of the Intention to Tender Securities.
- In the event that the Tender Offeree is a minor, the parents must submit an approval form, and a certified true copy of valid Identification Card of the parents and the minor as well as the household registration of the parents and the minor endorsed by a signature of the parents and the minor as certified true copy.
- In the event that the Tender Offeree is an executor of a will, the Tender Offeree must submit a copy of a court order appointing the Tender Offeree as the executor issued not more than one year prior to the submission date of the Tender Offer Cancellation Form, a copy of certification of case finalization issued not more than 1 year prior to the submission date of the Tender Offer

Cancellation Form, a copy of death certificate, a certified true copy of the Identification Card and house registration of the executor with signature as certified true copy.

Foreign Individual

- A certified true copy of his/her valid Alien Certificate or passport. A photocopy of all documents must be clear, and legible. The signature stated on copy of Passport or Alien Certificate must be the same as the signature stated on all documents related to the Revocation of the Intention to Tender Securities.

Thai Juristic Person

- A certified true copy of the juristic entity's affidavit issued by the Ministry of Commerce not more than 6 months prior to the last day of the Tender Offer Period, certified by authorized signatory(ies), and affixed with juristic entity seal (if any), of the juristic person; and
- A valid certified true copy of Identification Card, Civil Servant Identification Card or State Enterprise Employee Card of the authorized signatory(ies) that shows 13-digit identification number. In case the authorized signatory(ies) is a foreigner, a valid certified true copy of his/her Alien Certificate or passport is required.

A photocopy of all documents must be clear and legible. The signature stated on copy of all documents must be the same as the signature stated on all documents related to the Tender Offer.

Foreign Juristic Person

- A certified true copy of the certificate of incorporation and corporate affidavit issued by the officer of the juristic person or the governmental authority of the country in which the juristic person is located, which certifying the name of juristic person, authorized person(s), location of head office and power or conditions of signing authorization, as well as issued, no more than 6 months prior to the last day of the Tender Offer Period. The documents must be certified by authorized signatory(ies), and affixed with company seal (if any), of the juristic person; and
- A certified true copy of Identification Card, Civil Servant Identification Card or State Enterprise Employee Card of the authorized signatory(ies) that shows 13-digit identification number. In case the authorized signatory(ies) is a foreigner, a certified true copy of his/her valid Alien Certificate or passport is required.

All said documents must be certified by the Notary Public officer and then authenticated by an official of the Thai Embassy or the Thai Consulate, in the country of issuance or certification thereof, all of which is issued not more than 6 months prior to the last day of the Tender Offer Period.

Where the Tender Offeree is represented by an authorized representative, the documents required are the power of attorney enclosed in Attachment 2 Form B-3 appointing the authorized representative affixed with THB 10 stamp duty and a certified true copy of each of the documents of the grantor and the attorney as set out in Section 6.2.2.

In addition, photocopy of all documents must be clear and legible. The signature used must be the same as the signature stated on all documents related to the Tender Offer.

- (3) In case the Tender Offeree has shares deposited with TSD under the issuer Account No. 600, once submit the Tender Offer Cancellation Form, the Tender Offeree shall complete, sign, accurately and clearly, and submit TSD-403 enclosed in Attachment 5 Form E, together with 1 set of identification documents of securities holder, according to the type of person as indicated in page 2 of TSD-403, in order for the Tender Offer Agents to proceed the shares transfer with TSD.

6.2.3 Submit the completed Tender Offer Cancellation Form together with the required documents specified in Section 6.2 at the office of the Tender Offer Agents as specified in Section 1.3.1.

The Tender Offer Agents shall not accept the Tender Offer Cancellation Form sent by post.

6.2.4 After the Tender Offer Agents have received and verified the Tender Offer Cancellation Form and the required documents submitted within the cancellation period, the Tender Offerors will proceed as follows:

- In the event that the Tender Offeree's share is in share certificate form, through the Tender Offer Agents, The Tender Offerors will return the share certificate to the Tender Offeree expressing intention to cancel the tendered shares or its authorized representative on the next day after submission of the Tender Offer Cancellation Form. The Tender Offeree making the cancellation, or its authorized representative can collect the share certificates at the office of the Tender Offer Agents.
- In the event of the Tender Offeree's share is in scripless form, the return will be made through the TSD (to be deposited into the securities company where the Tender Offeree has the account). The Tender Offeree must pay the shares transfer fee of THB 20 per transaction. Through the Tender Offer Agents, the Tender Offerors will transfer the shares through TSD to the Tender Offeree's securities company account as specified in the Tender Offer Cancellation Form on the following business day after the date that the Tender Offeree or its authorized representative making the cancellation or transferring to the Issuer Account no. 600, in the case that the Tender Offeree deposits its shares with the TSD in the Issuer Account within the business day following the cancellation date.

Remark: The form of the returned share (script or scripless) shall be in accordance with the form of share offered by the Tender Offeree. The Tender Offeree is not allowed to change the return form.

7. Procedures for Returning the Securities in Case of Revocation of the Tender Offer

In case of the cancellation of offer as specified in Part 1 Section 9, The Tender Offerors shall inform the SEC and submit the Notification of the Tender Offer Cancellation with the supporting reason to the SET, the Business and all security holders of the Business as appeared in the latest share register book on the business day after the last day that SEC may object such cancellation to the Tender Offerors (within 3 business days following the date that SEC is notified of such cancellation). Through the Tender Offer Agents, the Tender Offerors shall proceed as follows;

7.1 In Case of Share Certificate (Script)

In case of the Tender Offer Cancellation, through the Tender Offer Agents, The Tender Offerors will return the share certificate to the Tender Offeree. The Tender Offeree shall accept the return of such share certificate at the Tender Offer Agents office provided below on any business day following the cancellation date from 9.00 a.m. to 4.00 p.m. The Tender Offeree shall proceed with the procedures provided by the Tender Offer Agents provided that the Tender Offeree shall be responsible for any expense incurred in relation with the return of all shares.

Kiatnakin Phatra Securities Public Company Limited

Operation, 12A floor, 209 KKP Tower A, Sukhumvit 21 (Asoke), Khlong Toey Nua, Wattana, Bangkok 10110

Tel: 66 (0) 2165 5555 press 4

Information inquiry available every business day from 8.00 a.m. – 6.00 p.m.

Krungsri Securities Public Company Limited

Operation Department

Sathorn Branch Office, No. 25 Bangkok Insurance Building 16th Floor,

South Sathorn Road, Thungmahamek, Sathorn, Bangkok, 10120

Tel: 02-638-5702, 5704, or 5708

Information inquiry available every business day from 9.00 a.m. – 5.00 p.m.

For Provincial: Chiangmai, Khon Kaen, Nakhonpathom, Chonburi, and Hat yai

Please check the contact information on the appendix 1 or at <https://www.krungsrisecurities.com>

7.2 In Case of Shares Deposited with TSD (Scripless) or NVDR

Through the Tender Offer Agents, the Tender Offerors shall return the securities via the TSD to be further deposited to the account opened with the securities company which the Tender Offeree specified in the Tender Offer Acceptance Form or with the issuer account no. 600 in case the Tender Offeree has shares deposited with TSD under the issuer account no. 600 within the next business day from cancellation date.

Remark: The form of the returned share (script or scripless) shall be in accordance with the form of share offered by the Tender Offeree. The Tender Offeree is not allowed to change the return form.

8. Determination of the Offer Price

The Tender Offerors set the Offer Price for ordinary shares at THB 16.50 per share, with the Tender Offer Period which falls on 29 August 2024 to 2 October 2024 (25 financial institution business days)

8.1 Methods of the Offer Price determination

This Tender Offer is the tender offer for the entire securities of the Business in accordance with the duty after the acquisition of significant control in the juristic person through Chain Principle. On 19 August 2024, Sunrise, who is the major shareholder of SCCC, has additionally acquired ordinary shares of SCCC under the share purchase agreement between Sunrise and Jardine Cycle & Carriage Limited, resulting in Sunrise's shareholding exceeding 50.00 percent of the total issued and paid-up ordinary shares and total voting rights of SCCC before the Tender Offer. As at 18 March 2024 (the latest Record Date of LANNA), SCCC is the major shareholder of the Business, holding 44.99 percent of the total issued and paid-up ordinary shares and total voting rights of the Business. It is deemed that Sunrise has significantly acquired controlling power in the Business through SCCC under the Chain Principle rule, resulting in Sunrise being obliged to make a tender offer for the remaining securities of the Business subject to Clause 6 of the Notification TorChor. 12/2554.

As the Tender Offerors have not acquired any shares of the Business during the 90 days until 19 August 2024, the Offer Price of THB 16.50 (Sixteen Point Five Zero Baht) per share is the price that complies with Chapter 37 (1) of the Notification TorChor. 12/2554 which indicates that the Offer Price shall not be less than the cost of acquiring the controlling power in the Business through other juristic entity.

The table indicating the cost of acquiring controlling power in the Business through other juristic entity

Unit: THB mm (unless stated otherwise)

Methods for Determining LANNA's Offer Price from the Acquisition of Controlling Power in the Business through Other Juristic Entity			
(1)	Value of SCCC's Investment in LANNA	The calculation based on the 1-month VWAP before the announcement of entering into the Share Purchase Agreement between Sunrise and Jardine Cycle & Carriage Limited, from 17 July to 16 August 2024, multiplied by LANNA shares held by SCCC (equivalent to THB 14.16 per share multiply by 236,173,980 shares)	3,344.2
(2)	Total Equity Value of SCCC	The calculation based on the 1-month VWAP before the announcement of entering into the Share Purchase Agreement between Sunrise and Jardine Cycle & Carriage Limited, from 17 July to 16 August 2024, multiplied	41,162.7

Methods for Determining LANNA's Offer Price from the Acquisition of Controlling Power in the Business through Other Juristic Entity			
		by total SCCC shares (equivalent to THB 138.13 per share multiply by 298,000,000 shares)	
(3)	Proportion of Investment	(1) divided by (2)	8.12%
(4)	Value of Total Paid-Up and Issued Shares of SCCC	Calculated based on the Tender Offer Price of SCCC shares at THB 160 per share, multiply by SCCC issued and paid-up shares (equivalent to THB 160.00 per share multiply by 298,000,000 shares)	47,680.00
(5)	Investment Value of LANNA based on Total Paid-up and Issued Shares of SCCC	(3) multiplied by (4)	3,873.71
(6)	Number of LANNA shares held by SCCC (million shares)		236.17
(7)	Cost of acquiring controlling power in the Business through other juristic entity (THB per share)	(5) divided by (6)	16.41

8.2 The highest offer price acquired by the Tender Offer, or persons under Section 258 during the period of 90 days prior to the date of submission of the Tender Offer to the SEC

- None -

9. Acquisition of shares before submission of the Tender Offer (applicable only in case of a partial offer in accordance with Chapter 5 of the SEC Notification No. TorChor. 12/2554)

- Not applicable -

Part 5**Certification of Information**

We hereby certify that

- (1) We intend to conduct this Tender Offer
- (2) The Offer Price in this Tender Offer is in accordance with the provision of the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554
- (3) We intend to comply with the plan which we have specified in this Tender Offer.
- (4) Information contained in this Tender Offer is correct and accurate and that there is no information contained herein that may mislead other persons in any material aspects and there is no concealment of material information which should have been notified.

Sunrise Equity Company Limited

-signature-

-signature-

Mr. Tinnawat Mahatharadol

Miss Nopporn Tirawattanagool

Authorized Director

Authorized Director

Tender Offerors

We hereby certify that

- (5) We intend to conduct this Tender Offer
- (6) The Offer Price in this Tender Offer is in accordance with the provision of the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554
- (7) We intend to comply with the plan which we have specified in this Tender Offer.
- (8) Information contained in this Tender Offer is correct and accurate and that there is no information contained herein that may mislead other persons in any material aspects and there is no concealment of material information which should have been notified.

Siam City Chemical Public Company Limited

-signature-

-signature-

Mr. Montri Nithikul

Mr. Tinnawat Mahatharadol

Authorized Director

Authorized Director

Tender Offerors

We as the Tender Offer Preparer of this Tender Offer have complied with requirements set out in the Notification of the SEC re: approval for financial advisors and a scope of work and hereby certify that:

- (1) We have reviewed and considered the information of the Tender Offeror disclosed in the Tender Offer and believed that the information of the Tender Offeror disclosed in this Tender Offer is accurate and complete, and there is no information that may mislead other persons in any material aspects and there is no concealment of material information which should have been notified.
- (2) We have reviewed the financial evidence and consider that the Tender Offeror can actually perform the obligations under the above Tender Offer.
- (3) We have reviewed the policies and plans of the Business as stated in Section 2 of Part 3 regarding Information of the Business and consider that.
 - a. The Tender Offeror can comply with the abovementioned policies and plans of the Business;
 - b. The assumptions used for setting out of the policies and plans of business operation have been prepared reasonably; and
 - c. The effects and risks which may impact the Business or the securities holders are clearly and sufficiently explained;
- (4) We have examined evidence on the acquisition of securities of the Business by the Tender Offeror or the persons prescribed under Section 258 during 90 days before the date of submission of the Tender Offer and the Offer Price, and have no doubt on the consistency of the Offer Price with the regulation under the Capital Market Supervisory Board No. TorChor. 12/2554; and
- (5) We have carefully and prudently studied and reviewed the completeness and accuracy of the information contained in this Tender Offer and view that the information is complete and correct and that there is no information contained herein that may mislead other persons in material aspects and there is no concealment of material information which should have been notified.

Kiatnakin Phatra Securities Public Company Limited

-signature-

-signature-

Mr. Aphinant Klewpatinond

Mr. Supachoke Supabundit

Authorized Director

Authorized Director

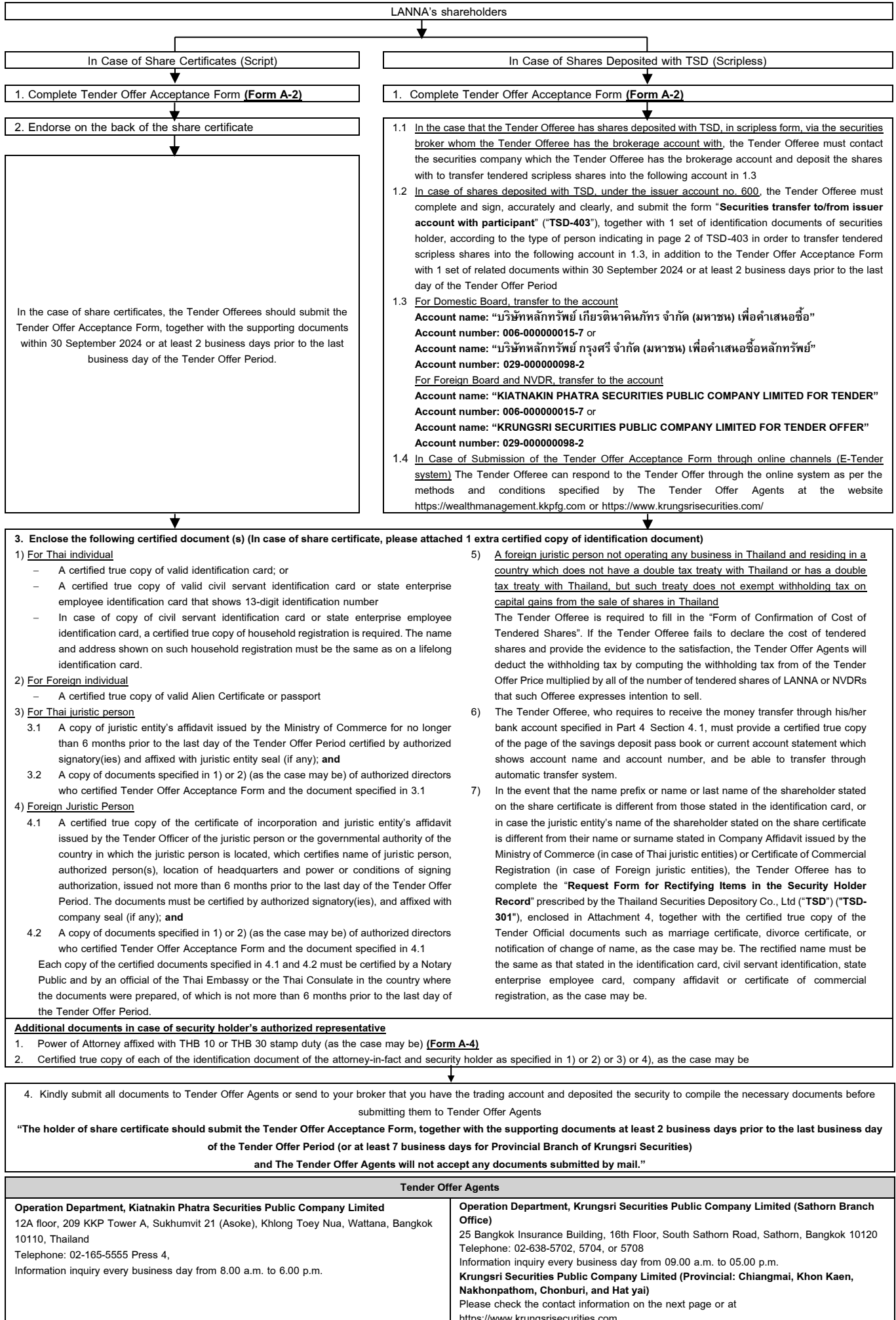
Tender Offer Preparer

Attachment 1

Tender Offer Acceptance Procedures and Forms

Form A-1	Tender Offer Acceptance Procedures of the Ordinary Shares of Lanna Resources Public Company Limited
Form A-2	Tender Offer Acceptance Form of the Ordinary Shares of Lanna Resources Public Company Limited
Form A-3	Form for Confirmation of Cost of Tendered Shares (Only for foreign juristic person not operating business in Thailand)
Form A-4	Power of Attorney (For the Tender Offer Acceptance) of Lanna Resources Public Company Limited

Tender Offer Acceptance Procedures of the Ordinary Shares of Lanna Resources Public Company Limited (“LANNA”)



Map of Kiatnakin Phatra Securities Public Company Limited



Tender Offer Acceptance Form of the Ordinary Shares of Lanna Resources Public Company Limited ("LANNA")

Date..... Acceptance Form No.
 To Sunrise Equity Company Limited and Siam City Cement Public Company Limited as the "Tender Offerors" and
 Kiattakin Phatra Securities Public Company Limited and Krungsri Securities Public Company Limited as the "Tender Offer Agents"
 I/We ("Offeree") (Mr./Mrs./Miss/Company/Other (Please specify)) Nationality.....
 Contact Address (that can be reached via email)..... Soi..... Road..... Tambon/Sub-
 district..... Amphur/District..... Province..... Country..... Post Code..... Contact
 Telephone..... Email address.....
 House Registration Address same as above House Registration Address different from above (Please specify)
 House Registration Address..... Soi..... Road.....
 Tambon/Sub-district..... Amphur/District..... Province..... Country..... Post Code.....
 Current Address Same as contact address Same as address appears in personal ID card/House Registration Address Other (Please specify)
 Address..... Soi..... Road..... Tambon/Sub-district..... Amphur/District.....
 Province..... Country..... Post Code.....

Please specify profession and workplace according to the laws on the prevention and suppression of money laundering as follows:
 Owners of gems / gold / jewelry made from gems / from gold business Owner of an antique business according to the control of sale by auction and trade of antiques act
 Owners of foreign exchange business both juristic persons and individuals Owners of non-financial institution which provides transfer and receipt of funds both domestically
 and internationally Owners of casino or gambling den business Owners of legalized entertainment place business according to entertainment place act Owners of arm
 trade business Owners or recruitment agents that recruit people to work abroad /from abroad Owner of travel or tour business Other (Please specify)
 Workplace (Please specify name and address).....
 Date of Birth (Date of Registration as a Juristic Person)..... In case of a foreigner (Please specify Address in the country of citizenship)
 Address in Thailand

Source of income from: Thailand Others (Please specify the country).....
 Source of payment (can select more than 1 option): Natural person Saving Self-employed business Salary Investment income/Inheritance Other (Please specify).....
 Juristic person: Money from business Others (Please specify)..... Tax Payer ID (13 digits)

Please specify type of the Tender Offeree of LANNA
 Thai Individual Foreign Individual Alien ID /Civil Servant Identification/State Enterprise Employee Card No.....
 Thai Juristic Person Registration No.....
 Foreign Juristic Person who engages in business in Thailand Foreign Juristic Person who does not engage in business in Thailand Certificate of Incorporation

I/We accept to sell of Ordinary shares of LANNA. After deducting the brokerage
 fee of 0.25 percent of the Tender Offer Price and value added tax (VAT) of 7.00 percent of the brokerage fee, the Net Offer Price is around THB 16.4558625 (Sixteen Point Four
 Five Five Eight Six Two Five Baht) per share. The Total Net Amount is around THB.....

I/We thoroughly examined the terms and conditions contained in the Tender Offer and agree to follow the terms and conditions stated in the Tender Offer document and will
 not revoke this share selling in any circumstance, except falling in conditions for cancellation stipulated in the Tender Offer document. The last day for the revocation is the 20th
 business day of the Tender Offer Period which falls on 25 September 2024 during the hours of 9.00 a.m. to 4.00 p.m.

I/We hereby appoint Tender Offer Agents as my proxy to sell, transfer, deliver ordinary shares, arrange the payment procedure as per details below, and process other
 necessary relevant actions to Tender Offer acceptance.

I/We hereby certify that the aforementioned statement is true and I/We have read thoroughly and acknowledged the Privacy Notice as in the Financial Business Group's
 website www.kkpf.com/dataprotection or other channels. In case where I/we provided any personal data of any other data subject, I/we hereby represent and warrant that I/we
 have the lawful authorization to disclose such personal data to the companies in Financial Business Group.

I hereby certify that the information provided above is true and correct. I have read and acknowledged the purposes and details related to the collection, use, and disclosure
 of personal data by Bank of Ayudhya Public Company Limited and its financial group of companies (collectively, "Krungsri Group"), and my rights as a data subject, including the
 right to withdraw my consent as specified in the Krungsri Group's Privacy Notice available at www.krungsrisecurities.com/th/convention/privacy.aspx If I have provided personal
 data of any third party to Krungsri Group, I hereby certify that I have verified the accuracy and completeness of their personal data and have obtained any required consent to the
 collection, use, and disclosure of their personal data or other legal basis is relied on, and such third party has been notified of Krungsri Group's Privacy Notice.

<input type="checkbox"/> Share certificate		<input type="checkbox"/> Scripless			No. of shares
Name of Registered Shareholder	Share Certificate No.	Brokerage No. (Participant No.)	Transfer No.	Transfer Date	
Total (shares)					

I/We attach supporting documents as evidence for the acceptance of the Tender Offer which includes the LANNA share certificate with endorsement and/or the document
 shown the shares transfer of LANNA through TSD into the below account, together with the proof of identity documents of the Tender Offeree.

For the shares offered from	Account Name	Account No.
Domestic board	บริษัทหลักทรัพย์ เคียรตินาคินภัทร จำกัด (มหาชน) เพื่อข้อเสนอซื้อ	006-00000015-7
Domestic board	บริษัทหลักทรัพย์ กรุงศรี จำกัด (มหาชน) เพื่อข้อเสนอซื้อหลักทรัพย์	029-00000098-2
Foreign board	KIATNAKIN PHATRA SECURITIES PUBLIC COMPANY LIMITED FOR TENDER	006-00000015-7
Foreign board	KRUNGSRI SECURITIES PUBLIC COMPANY LIMITED FOR TENDER OFFER	029-00000098-2

Receive the Payment:

Collect the cheque by myself/ourselves at the office of the Tender Offer Agents where I/We submit the Tender Offer Acceptance Form
 Send the cheque via registered post to the address above
 Transfer to Bank 1. BAY 2. SCB 3. BBL 4. KTB 5. KBANK 6. TTB 7. UOB 8. KKP 9. CIMB
 Branch..... Type of Account Account No.....
 (The name of the account holder must be the same as the name of Offeree stated in the Tender Offer Acceptance Form. Besides, the Tender Offeree must provide either a
 certified copy of the first page of the savings deposit pass book or a certified copy of the current account pass book).

In case where the amount of payment is equal to THB 100,000 or more, please identify the Beneficial Owner* accordingly:

In case where the subscriber is a natural person for the Tender Offeree for another (please specify).....

In case where the subscriber is a juristic person, for a subscriber for another (please specify)

*Beneficial Owner means a natural person who ultimately owns or controls a customer or has control over relationship between a customer and the financial institution or a person
 on whose behalf a transaction is being conducted, including those persons who exercise ultimate effective control over a juristic person.

I/We hereby certify, represent and warrant that I am/we are the legal and beneficial owner(s) of all shares offered for sale are free from any mortgage, charge, pledge,
 encumbrance, liability or third party right ("Encumbrance") and I/we sell such ordinary shares offered as beneficial owner(s) thereof free from any and all Encumbrances.

Signed..... Attorney-in-fact Signed..... Offeree
 (.....) (.....)

FOR SHARE CERTIFICATE / SCRIPLESS AND TENDER OFFER ACCEPTANCE FORM

Date..... Acceptance Form No.

Kiattakin Phatra Securities PCL and Krungsri Securities PCL in the capacity as the Tender Offer Agents has received the Tender Offer Acceptance Form of the Ordinary Shares
 of Lanna Resources Public Company Limited and the following:

Share certificate for the total number ofshares Scripless for the total number of.....shares
 from Mr. / Mrs. / Miss / Company / Other (Please specify).....

Receive the Payment:

Collect the cheque by myself/ourselves at the office of the Tender Offer Agents where I/We submit the Tender Offer Acceptance Form
 Send the cheque via registered post to the address above
 Transfer to 1. BAY 2. SCB 3. BBL 4. KTB 5. KBANK 6. TTB 7. UOB 8. KKP 9. CIMB
 Branch Type of Account Account No.

Signed..... Recipient
 (.....)

**Form for Confirmation of Cost of Tendered Shares
(For Foreign Juristic Person not carrying business in Thailand)**

Date.....

To: Sunrise Equity Company Limited and Siam City Cement Public Company Limited (the “**Tender Offerors**”) and
Kiatnakin Phatra Securities Public Company Limited and Krungsri Securities Public Company Limited
(the “**Tender Offer Agents**”)

With reference to the Tender Offer to purchase ordinary shares of Lanna Resources Public Company Limited (“**LANNA**”) by the Tender Offerors, I/We.....Nationality.....Tax ID. (if any)..... accept to sell ordinary shares of LANNA. I/We hereby declare the cost of tendered shares as the evidence for the withholding tax purpose as follow:

Share Certified No. / Transfer Slip No. (Transfer Date)	Registered Shareholder Name	Number of Shares	Cost (THB/share)
Total			

I/We hereby attached _____ totally _____ page(s) as supporting evidence of costs of shares / warrants for withholding tax calculation.

I/We hereby certify that the aforementioned statement is true, and I/We have read thoroughly and acknowledged the Privacy Notice as in the Financial Business Group’s website www.kkpfpg.com/dataprotection or other channels. In case where I/we provided any personal data of any other data subject, I/we hereby represent and warrant that I/we have the lawful authorization to disclose such personal data to the companies in Financial Business Group.

I hereby certify that the information provided above is true and correct. I have read and acknowledged the purposes and details related to the collection, use, and disclosure of personal data by Bank of Ayudhya Public Company Limited and its financial group of companies (collectively, “Krungsri Group”), and my rights as a data subject, including the right to withdraw my consent as specified in the Krungsri Group’s Privacy Notice available at www.krungsrisecurities.com/th/convention/privacy.aspx If I have provided personal data of any third party to Krungsri Group, I hereby certify that I have verified the accuracy and completeness of their personal data and have obtained any required consent to the collection, use, and disclosure of their personal data or other legal basis is relied on, and such third party has been notified of Krungsri Group’s Privacy Notice.

SignedOfferee
(.....)

Note If the Tender Offeree, Foreign Juristic Person who does not carry-on business in Thailand, fails to declare the cost basis or attach the evidence that demonstrates the cost basis, the Tender Offer Agents will determine the amount of withholding tax based on the entire gross amount of the shares sold

**POWER OF ATTORNEY FOR TENDER OFFER ACCEPTANCE
OF LANNA RESOURCES PUBLIC COMPANY LIMITED ("LANNA")**



Made at

Date

By this Power of Attorney, I / We _____ Age _____
Nationality _____ Contact Address (that can be reached via mail) _____

Postal Code _____ Country _____ Contact Telephone _____

Hereby authorize (Mr. / Miss / Mrs.) _____ Age _____

Nationality _____ Contact Address (that can be reached by mail) _____

House Registration Address same as above House Registration Address different from above (Please specify)

House Registration Address _____

Postal Code _____ Country _____ Contact Telephone _____

to act as my/our attorney to

- Sell, transfer and submit the shares of **LANNA** through the Tender Offer Agents
- Collect the proceeds from the sale of shares of **LANNA** as payment due to acceptance of Tender Offer

Through the Tender Offer Agents, Kiatnakin Phatra Securities Public Company Limited and Krungsri Securities Public Company Limited, and to be authorized to do and to execute all such other matters in connection with the aforesaid mentioned on my/our behalf until its completion.

All acts taken by my/our attorney-in-fact under this Power of Attorney shall be deemed to be taken by myself / ourselves in every respect. In witness whereof, I / We have executed and affixed with company seal (if any).

I/We hereby certify that the aforementioned statement is true and I/We have read thoroughly and acknowledged the Privacy Notice as in the Financial Business Group's website www.kkpf.com/dataprotection or other channels. In case where I/we provided any personal data of any other data subject, I/we hereby represent and warrant that I/we have the lawful authorization to disclose such personal data to the companies in Financial Business Group.

I hereby certify that the information provided above is true and correct. I have read and acknowledged the purposes and details related to the collection, use, and disclosure of personal data by Bank of Ayudhya Public Company Limited and its financial group of companies (collectively, "Krungsri Group"), and my rights as a data subject, including the right to withdraw my consent as specified in the Krungsri Group's Privacy Notice available at www.krungsrisecurities.com/th/convention/privacy.aspx If I have provided personal data of any third party to Krungsri Group, I hereby certify that I have verified the accuracy and completeness of their personal data and have obtained any required consent to the collection, use, and disclosure of their personal data or other legal basis is relied on, and such third party has been notified of Krungsri Group's Privacy Notice.

() Grantor

() Attorney-in-fact

() Witness

() Witness

Notes:

- 1) A power of attorney executed with 10-THB stamp duty affixed in case of authorizing to perform the submission of Tender Offer Acceptance Form for of the Ordinary Shares or receiving a cheque for the payment of ordinary shares only, or 30-THB stamp duty affixed in case of authorizing to perform both the submission of Tender Offer Acceptance Form of the Ordinary Shares and receiving a cheque for the payment of ordinary shares
- 2) The grantor is required to attach the following documents with certified true copies of the authorized representatives(s):
 - a. Certified true copies of ID card (Thai Individual) or
 - b. Certified true copies of Company Registration and Company Certification (Thai Juristic Person) or
 - c. Certified true copies of passport or alien certificate (Foreign Individual)
- 3) The attorney-in-fact is required to attach the following documents with certified true copies of the authorized representatives(s):
 - a. Certified true copies of ID card (Thai Individual) or
 - b. Certified true copies of Company Registration and Company Certification (Thai Juristic Person) or
 - c. Certified true copies of passport or alien certificate (Foreign Individual)
- 4) In case that the grantor and/or attorney-in-fact is foreign juristic person the true copies of corporate affidavit, certificate of Incorporation, passport or alien certificate must be certified by the notary public officer and Thai embassy or Thai consulate in the country where the documents were prepared not more than six months prior to the last day of the Tender Offer Period.

Attachment 2

Tender Offer Cancellation Procedures and Forms

Form B-1	Tender Offer Cancellation Procedures of the Ordinary Shares of Lanna Resources Public Company Limited
Form B-2	Tender Offer Cancellation Form of the Ordinary Shares of Lanna Resources Public Company Limited
Form B-3	Power of Attorney for the Tender Offer Cancellation of Lanna Resources Public Company Limited

Tender Offer Cancellation Procedures of the Ordinary Shares of Lanna Resources Public Company Limited (“LANNA”)

LANNA's shareholders

NVDR holders of LANNA

1. Complete the Tender Offer Cancellation Form of LANNA (**Form B-2**) and attach receipt of share transfer/ Share transfer through securities depository/ Tender Offer Acceptance Form.
2. In case the Tender Offeree has shares deposited under issuer account no. 600, complete the form “Securities transfer to/from issuer account with participant” (“**TSD-403**”), together with one set of identification documents of securities holder, according to the type of person indicating in page 2 of TSD-403.

3. Enclose the following certified document(s) (In case of share certificate, please attached 1 extra certified copy of identification document)

1. For Thai individual
 - 1.1. A certified true copy of valid Identification Card; or
 - 1.2. A certified true copy of valid civil servant identification card or state enterprise employee identification card that shows 13-digit identification number
2. For Foreign individual
 - 2.1. A certified true copy of valid Alien Certificate or passport
3. For Thai juristic person
 - 3.1. A certified true copy of the affidavit issued by the Ministry of Commerce (the “**MOC**”) not more than 6 months prior to the last day of the Tender Offer Period, certified by authorized signatory(ies), and affixed with company seal (if any), of the juristic person; and
 - 3.2. A certified true copy of documents specified in 1) or 2) (as the case may be) of the authorized directors who certified the Tender Offer Cancellation and the document specified in 3.1
4. For Foreign juristic
 - 4.1. A certified true copy of the certificate of incorporation and corporate affidavit issued by the Tender Officer of the juristic person or the government authority of the county in which the juristic person is located, certifying the name of juristic person, the authorized person(s), the location of head office and power or conditions of signing authorization and issued, not more than 6 months prior to the last day of the Tender Offer Period, certified by authorized signatory(ies), and affixed with company seal (if any), of the juristic person; and
 - 4.2. A copy of documents specified in 1) or 2) (as the case may be) of authorized directors who certified the Tender Offer Cancellation and the document specified in 4.1. Each copy of the certified documents specified in 4.1 and 4.2 must be certified by the Notary Public officer and then authenticated by an official of the Thai Embassy or the Thai Consulate, in the country of issuance or certification thereof, all of which is issued not more than 6 months prior to the last day of the Tender Offer Period.
5. Please enclose the transfer fee of THB 20 per transaction in cash (for scripless shares)

Additional documents required in case where the Tender Offeree is represented by an authorized representative

1. Original copy of Power of Attorney affixed with THB 10 of duty stamp (**Form B-3**)
2. Copies of documents proof of identify of the grantor and attorney-in-fact as specified in 1) or 2) or 3) or 4) (as the case may be)

Note:

- 1) The Tender Offer Agents will return shares to the Tender Offeree making a cancellation in the form in which such shares were tendered (Share certificates or scripless shares), the Tender Offeree cannot request for a change in the form of shares. For scripless share, the account of the transferee must be under the same name as the Tender Offeree who makes a cancellation. For the scripless shares, there is share transfer fee of THB 20 per transaction.
- 2) In the cancellation, the Tender Offeree is required to cancel the total amount of shares intention to sell as specified in each Tender Offer Acceptance Form.

4. Kindly submit all documents within the first 20 business days of the Tender Offer Period to the Tender Offer Agents

**“Those who want to cancel the intention to sell ordinary shares/ NVDR
shall submit cancellation form only to Tender Offer Agents”**

“The Tender Offer Agents will not accept documents sent by post”

Tender Offer Agents

Operation Department, Kiatnakin Phatra Securities Public Company Limited
12A floor, 209 KKP Tower A, Sukhumvit 21 (Asoke), Khlong Toey Nua, Wattana, Bangkok 10110, Thailand
Telephone: 02-165-5555 Press 4
Information inquiry every business day from 8.00 a.m. to 6.00 p.m.

Operation Department, Krungsri Securities Public Company Limited (Sathorn Branch Office)
25 Bangkok Insurance Building, 16th Floor, South Sathorn Road, Sathorn, Bangkok 10120
Telephone: 02-638-5702, 5704, or 5708
Information inquiry every business day from 09.00 a.m. to 05.00 p.m.
Krungsri Securities Public Company Limited (Provincial Branch: Chiangmai, Khon Kaen, Nakhonpathom, Chonburi, and Hat yai)
Please check the contact information at <https://www.krungsrisecurities.com>

TENDER OFFER CANCELLATION FORM OF THE ORDINARY SHARES OF LANNA RESOURCES PUBLIC COMPANY LIMITED ("LANNA").

Date Cancellation Form No.....

To Sunrise Equity Company Limited and Siam City Cement Public Company Limited (the "Tender Offerors") and
Kiatnakin Phatra Securities Public Company Limited and Krungsri Securities Public Company Limited (the "Tender Offer Agents")

I/We ("Offeree") (Mr./Mrs./Miss/Company/Other (Please specify)).....Nationality.....
 Contact Address (that can be reached via mail).....Soi.....Road.....
 Tambon/Sub-district.....Amphur/District.....Province.....
 Postal Code..... Contact Telephone.....
 Address on ID Card/House Registration/Company Registration Same as postal address Different from postal address (Please specify)
 House Registration AddressSoi.....Road..... Tambon/Sub-district.....
 Amphur/District.....Province..... Country..... Postal Code.....
 Current residence Same as postal address Same as Address on ID Card/House Registration/Company Registration Others (Please specify)
 House Registration AddressSoi.....Road..... Tambon/Sub-district.....
 Amphur/District.....Province..... Country..... Postal Code.....

Hereby would like to cancel the Tender Offer to sell ordinary shares of LANNA subject to the terms and conditions stated in the Tender Offer document.
 Ordinary shares of LANNA Amount.....Shares
 Non-Voting Depository Receipt ("NVDR") of LANNA
 Amount.....Units

I/We submitted the Tender Offer Acceptance of the Ordinary Shares of LANNA dated.....Acceptance Form no.....

I/We would like to receive shares or NVDR of LANNA by:
 Scripless or NVDR: Transfer through Thailand Securities Depository by transferring to the following account
 Name /Securities Company of transferee.....Membership No. / Securities Company of transferee.....
 Account Name of transferee..... Account No. of transferee.....
 Share certificate collectable at the Tender Offer Agents on one business day following the date of submission of the Tender Offer
 Cancellation Form (Only applicable if the Tender Offeree offer to sell with the share certificate submitted)

I/We, herewith, attached 20 THB for securities transferring fee.

The Tender Offer Agents will transfer shares to the securities trading account specified above or will return the share certificate to the Tender Offeree on the following business day after the date of submission of the Tender Offer Cancellation by the Tender Offeree or the Attorney-in-fact

I/We hereby agree to accept the cancellation terms and conditions stated above and agree to comply with the terms and conditions stated in the Tender Offer documents.

I/We have read thoroughly and acknowledged Privacy Notice as provided in Kiatnakin Phatra Financial Group website www.kkpfpg.com/dataprotection or other websites under Kiatnakin Phatra Financial Group. In case the personal data of any data subject is provided to Kiatnakin Phatra Financial Group by me/us, I/we represent and warrant that I/we have lawful authorization to disclose such personal data for Kiatnakin Phatra Financial Group to use in accordance with the applicable data protection laws.

I hereby certify that the information provided above is true and correct. I have read and acknowledged the purposes and details related to the collection, use, and disclosure of personal data by Bank of Ayudhya Public Company Limited and its financial group of companies (collectively, "Krungsri Group"), and my rights as a data subject, including the right to withdraw my consent as specified in the Krungsri Group's Privacy Notice available at www.krungsrisecurities.com/th/convention/privacy.aspx If I have provided personal data of any third party to Krungsri Group, I hereby certify that I have verified the accuracy and completeness of their personal data and have obtained any required consent to the collection, use, and disclosure of their personal data or other legal basis is relied on, and such third party has been notified of Krungsri Group's Privacy Notice.

SignedThe Attorney-in-fact Signed(person making the cancellation)
 (.....) (.....)



RECEIPT FOR TENDER OFFER CANCELLATION FORM OF LANNA RESOURCES PUBLIC COMPANY LIMITED

Date Cancellation Form No.....

Kiatnakin Phatra Securities PCL and Krungsri Securities PCL in the capacity as the Tender Offer Agents has received the Tender Offer Cancellation Form of the ordinary shares of Lanna Resources Public Company Limited ("LANNA") with the following details:

Ordinary shares of LANNA Amount.....Shares
 Non-Voting Depository Receipt ("NVDR") of LANNA Amount.....Units

From (Mr./Mrs./Miss/Company/Other (Please specify))..... attached with Acceptance Form No.

Transfer fee of THB 20

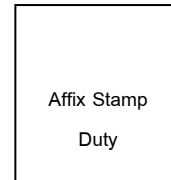
The cancelled securities will be transferred back by
 Scripless or NVDR: Transfer through Thailand Securities Depository by transferring to the following account
 Name /Securities Company of transferee.....Membership No. / Securities Company of transferee.....
 Account Name of transferee..... Account No. of transferee.....

Share certificate collectable at Kiatnakin Phatra Securities Public Company Limited / Krungsri Securities Public Company Limited on one business day following the date of submission of the Tender Offer Cancellation Form (Only applicable if the Tender Offeree offer to sell with the share certificate submitted)

Kiatnakin Phatra Securities Public Company Limited and Krungsri Securities Public Company Limited will transfer shares to the mentioned account on the following business day after the date of submission of the Tender Offer Cancellation Form.

SignedRecipient
 (.....)

**POWER OF ATTORNEY FOR THE TENDER OFFER CANCELLATION
OF LANNA RESOURCES PUBLIC COMPANY LIMITED (“LANNA”)**



Made at _____
Date _____

By this Power of Attorney, I / We _____ Age _____
Nationality _____ Contact Address (that can be reached via mail) _____

Postal Code _____ Country _____ Contact Telephone _____

Hereby authorize (Mr. / Miss / Mrs.) _____ Age _____
Nationality _____ Contact Address (that can be reached by mail) _____

House Registration Address same as above House Registration Address different from above (Please specify)

House Registration Address _____

Postal Code _____ Country _____ Contact Telephone _____

(the “Attorney-in-fact”) to act on my/our behalf to cancel my/our intention to sell my/our

Ordinary shares of LANNA Amount _____ Shares
 Non-Voting Depository Receipt (“NVDR”) of LANNA Amount _____ Units

To Sunrise Equity Company Limited and Siam City Cement Public Company Limited (the “Tender Offerors”) and to be authorized to do and to execute all such other matters in connection with the aforesaid mentioned on my/our behalf until its completion.

All acts taken by my/our attorney-in-fact under this Power of Attorney shall be deemed to be taken by myself / ourselves in every respect.

I/We have read thoroughly and acknowledged Privacy Notice as provided in Kiatnakin Phatra Financial Group website www.kkpfng.com/dataprotection or other websites under Kiatnakin Phatra Financial Group. In case the personal data of any data subject is provided to Kiatnakin Phatra Financial Group by me/us, I/we represent and warrant that I/we have lawful authorization to disclose such personal data for Kiatnakin Phatra Financial Group to use in accordance with the applicable data protection laws.

I hereby certify that the information provided above is true and correct. I have read and acknowledged the purposes and details related to the collection, use, and disclosure of personal data by Bank of Ayudhya Public Company Limited and its financial group of companies (collectively, “Krungsri Group”), and my rights as a data subject, including the right to withdraw my consent as specified in the Krungsri Group’s Privacy Notice available at www.krungsrisecurities.com/th/convention/privacy.aspx If I have provided personal data of any third party to Krungsri Group, I hereby certify that I have verified the accuracy and completeness of their personal data and have obtained any required consent to the collection, use, and disclosure of their personal data or other legal basis is relied on, and such third party has been notified of Krungsri Group’s Privacy Notice.

(_____) Grantor

(_____) Attorney-in-fact

(_____) Witness

(_____) Witness

Notes:

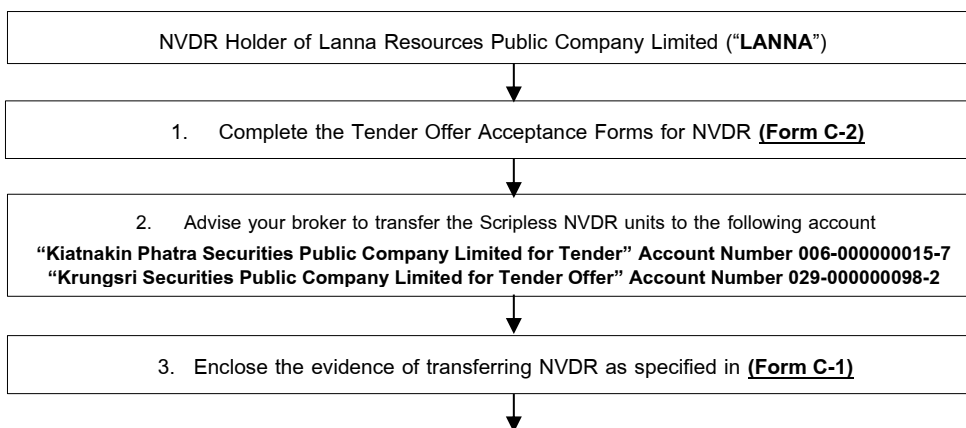
1. A power of attorney executed with 10-THB stamp duty
2. The grantor is required to attach the following documents with certified true copies of the authorized representatives(s):
 - a. Certified true copies of ID card (Thai Individual) or
 - b. Certified true copies of Company Registration and Company Certification (Thai Juristic Person) or
 - c. Certified true copies of passport or alien certificate (Foreign Individual)
3. The attorney-in-fact is required to attach the following documents with certified true copies of the authorized representatives(s):
 - a. Certified true copies of ID card (Thai Individual) or
 - b. Certified true copies of Company Registration and Company Certification (Thai Juristic Person) or
 - c. Certified true copies of passport or alien certificate (Foreign Individual)
4. In case that the grantor and/or attorney-in-fact is foreign juristic person the true copies of corporate affidavit, certificate of Incorporation, passport or alien certificate must be certified by the notary public officer and Thai embassy or Thai consulate in the country where the documents were prepared not more than six months prior to the last day of the Tender Offer Period.

Attachment 3

Tender Offer Acceptance Procedures and Forms for Non-Voting Depository Receipt (NVDR)

Form C-1	Tender Offer Acceptance Procedures for NVDR
Form C-2	Tender Offer Acceptance Form for NVDR
Form C-3	Confirmation of Securities Cost Form for NVDR
Form C-4	Power of Attorney for the Tender Offer Acceptance for NVDR

Tender Offer Acceptance Procedure for NVDRs



4. Enclose the following supporting documents with certified as true copy, as the case may be:

- 1) Thai Individual
 - A certified copy of a valid ID Card that has not expired **or**
 - A certified copy of a valid Civil Servant ID Card or a copy of a valid State Enterprise Employee Card that contains 13-digit ID numbers that has not expired
- 2) Foreign Individual
 - A certified copy of a valid passport or a copy of a valid alien certificate that has not expired
- 3) Thai Juristic Person
 - 3.1) A copy of a juristic entity's affidavit, issued by the Ministry of Commerce no longer than 6 months prior to the last day of the Tender Offer Period, certified as true copy by authorized signatory(ies), and affixed with company seal (if any) **and**
 - 3.2) A copy of documents specified in 1) or 2) (as the case may be) of the authorized signatory(ies) who sign(s) and certify(ies) true copy of document in 3.1) above
- 4) Foreign Juristic Person
 - 4.1) A copy of a Certificate of Incorporation (the juristic entity's affidavit) issued by the Tender Officer of the juristic person or the government authority of the country in which the juristic person is established, certifying the name of the juristic person, the name of authorized signatory, the location of the head office and conditions of signing authorization (issued not exceeding 6 months prior to the last day of the Tender Offer Period) certified as true copy by the authorized directors of the juristic person together with the company seal
 - 4.2) Documents stated in 1) or 2) of the authorized director(s) who sign(s) and certify(s) true copy of document in 4.1) above
Documents specified in 4.1) and 4.2) must be certified by the Notary Public and Royal Thai embassy or Royal Thai consulate in the country where the documents were prepared no longer than 6 months prior to last day of the Tender Offer Period
- 5) Where the Tender Offeree is a foreign juristic person not conducting business in Thailand and is domiciled in a country that does not have a double taxation treaty with Thailand or is domiciled in a country that has a double taxation treaty with Thailand but such treaty does not exempt any withholding tax on capital gain on sales of shares in Thailand, the Tender Offeree has to declare cost basis of shares by completing and submitting the Form for Declaration of Cost of Tendered Shares (**Form C-3**). If the Tender Offeree fails to declare the cost basis together with evidence that demonstrates the cost basis, the Tender Offer Agents will determine the amount of withholding tax based on the entire gross amount of the shares sold.

In case of security holder's authorized representative

1. Power of Attorney affixed with THB 10 or THB 30 stamp duty (as the case may be) (**Form C-4**)
2. Certified as true copy of identification document of the attorney-in-fact and security holder as specified above

5. Kindly submit all documents to Tender Offer Agents or send to your broker that you have the trading account and deposited the security to compile the necessary documents before submitting them to Tender Offer Agent:

"All NVDR holders, please submit the Tender Offer Acceptance Form at least 2 business day before the last day of the Tender Offer Period (or at least 7 business days for Provincial Branch of Krungsri Securities)"
"The Tender Offer Agents will not accept documents sent by post"

Tender Offer Agents

Operation Department, Kiatnakin Phatra Securities Public Company Limited
 12A floor, 209 KKP Tower A, Sukhumvit 21 (Asoke), Khlong Toey Nua, Wattana, Bangkok 10110, Thailand
 Telephone: 02-165-5555 Press 4,
 Information inquiry every business day from 8.00 a.m. to 6.00 p.m.

Operation Department, Krungsri Securities Public Company Limited (Sathorn Branch Office)
 25 Bangkok Insurance Building, 16th Floor, South Sathorn Road, Sathorn, Bangkok 10120
 Telephone: 02-638-5702, 5704, or 5708,
 Information inquiry every business day from 09.00 a.m. to 05.00 p.m.
Krungsri Securities Public Company Limited (Provincial Branch: Chiangmai, Khon Kaen, Nakhonpathom, Chonburi, and Hat yai)
 Please check the contact information on the next page or at <https://www.krungsrisecurities.com>

Map of Krungsri Securities Public Company Limited (Sathorn Branch Office)

Krungsri Securities PCL.

25 Bangkok Insurance Building, 15th-17th Floor, Room no: 17-2,
South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120



Krungsri Securities Public Company Limited – Chiangmai Branch

Address: Bank of Ayudhya PCL. Pratu Chang Phuak Branch 70, Chang Phuak Road, Tambol Sri Phum, Amphur Mueang, Chiangmai, 50200 Thailand

Phone: 0 5321 9234 Fax: 0 5321 9247

Krungsri Securities Public Company Limited – Khon Kaen Branch

Address: Bank of Ayudhya PCL. Khon Kaen Branch, 114 Sri Chan Road, Tambol Nai Muang, Amphur Mueang, Khon Kaen, 40000 Thailand

Phone: 0 4322 6120 Fax: 0 4322 6180

Krungsri Securities Public Company Limited – Nakhonpathom Branch

Address: 67/1 Ratchadamnern Road, Tambol Phrapathomjedee, Amphur Mueang, Nakhonpathom, 73000 Thailand

Phone: 0 3427 5500 Fax: 0 3421 8989

Krungsri Securities Public Company Limited – Chonburi Branch

Address: 64/17 Sukhumwit Road, Tambol Bangplasoi, Amphur Mueang, Chonburi, 20000 Thailand

Phone: 0 3312 6580-6 Fax: 0 3312 6588

Krungsri Securities Public Company Limited – Hat yai Branch

Address: 90-92-94 Bank of Ayudhya PCL. Hat Yai Branch, Nipat-u-tit Nueng Road, Tambol Hat Yai, Amphur HatYai, Songkhla 90110 Thailand

Phone: 0 7422 1229 Fax: 0 7422 1411

Map of Krungsri Securities Public Company Limited (Sathorn Branch Office)

Krungsri Securities PCL.

75 Bangkok Insurance Building, 15th-17th Floor, Room no. 17-2.
South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120



Krungsri Securities Public Company Limited – Chiangmai Branch

Address: Bank of Ayudhya PCL. Pratu Chang Phuak Branch 70, Chang Phuak Road, Tambol Sri Phum, Amphur Mueang, Chiangmai, 50200 Thailand

Phone: 0 5321 9234 Fax: 0 5321 9247

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Krungsri Securities Public Company Limited – Hat yai Branch

Address: 90-92-94 Bank of Ayudhya PCL. Hat Yai Branch, Nipat-u-tit Nueng Road, Tambol Hat Yai, Amphur HatYai, Songkhla 90110 Thailand

Phone: 0 7422 1229 Fax: 0 7422 1411

Tender Offer Acceptance Form for NVDR (to sell NVDRs of Lanna Resources Public Company Limited)

Date..... Acceptance Form No.
 To Sunrise Equity Company Limited and Siam City Cement Public Company Limited as the "Tender Offerors" and
 Kiatnakin Phatra Securities Public Company Limited and Krungsri Securities Public Company Limited as the "Tender Offer Agents"
 I/We ("Offeree") (Mr./Mrs./Miss/Company/Other (Please specify))Nationality.....
 Contact Address (that can be reached via mail)Soi.....Road..... Tambon/Sub-
 district..... Amphur/District.....Province.....Postal Code.....
 Country.....Contact Telephone.....Email address.....

Address appears in personal ID card/House Registration Address same as above
 Address appears in personal ID card/House Registration Address different from above (Please specify)
 Address.....Soi.....Road..... Tambon/Subdistrict.....
 Amphur/District.....Province.....Postal Code..... Country..... Contact Telephone.....
 Current Address Same as contact address Same as address appears in personal ID card/House Registration Address Different from the address appears in personal ID
 card/House Registration Address (Please specify)
 Address.....Soi.....Road..... Tambon/Subdistrict.....
 Amphur/District.....Province.....Postal Code..... Country.....

Please provide information about occupations and workplaces as financial institutions have a duty to comply with the Anti-Money Laundering laws and Prime Minister Office
 Notification on Customer Identification Methodology for Financial Institutions and the Ministerial Regulation on Customer Due Diligence

The owner relating to trading of precious stones, diamonds, gems, gold, or ornaments decorated with precious stones, diamonds, gems, or gold The owner relating to trading in
 antiques under the law governing selling by auction and trading in antiques The owner in exchange of currency, both natural and legal person The owner of funds or value transfer
 service, domestic or cross-border that is not a financial institution The owner of casino or gambling house business The owner relating to entertainment facility under the law
 governing entertainment facility The owner relating to trading in arms and ammunition (armament) The owner relating to employment agent to accepting foreigner to work in the
 kingdom or sends people to work abroad The owner relating to travel or tour agent
 Other Occupation/Business TypeOffice Address (Name and Address)

Date of Birth (Date of Registration as a Juristic Person) In case of a foreigner (Please specify Address in the country of citizenship)

Address in Thailand.....
Source of income from: Thailand Others (Please specify the country)

Source of payment (can select more than 1 option): **Natural person:** Saving Self-employed business Salary Investment income/ Inheritance Other (please specify)
Juristic person: Money from business Others (Please specify)..... Tax Payer ID.....

Please specify type of the Tender Offeree of Lanna Resources Public Company Limited ("LANNA"):
 Thai Individual Foreign Individual Alien ID /Civil Servant Identification/State Enterprise Employee Card No/ Certificate/ Passport No
 Thai Juristic Person Registration No..... Tax Identification No.....
 Foreign Juristic Person who engages in business in Thailand Foreign Juristic Person who does not engage in business in Thailand
 Certificate of Incorporation No.....

I/We accept to sell (.....) of NVDRs representing ordinary shares of Lanna Resources Public Company Limited at the Tender
 Offer Price of THB 16.50 (Sixteen Point Five Zero Baht) per share, after deducting the Tender Offer Agent fee of 0.25% of the Tender Offer Price and Value Added Tax (VAT) of 7.00%
 of the brokerage fee. The Net Offer Price is around THB 16.4558625 (Sixteen Point Four Five Five Eight Six Two Five Baht) per share. The Total Net Amount is around
 THB..... (.....)

I/We thoroughly examined the terms and conditions contained in the Tender Offer and agree to follow the terms and conditions stated in the Tender Offer document and will not
 revoke this share selling in any circumstance, except falling in conditions for cancellation stipulated in the Tender Offer document. The last day for the revocation is the day 20th of the
 Tender Offer Period which falls on 25 September 2024 during the hours of 9.00 a.m. to 4.00 p.m.

I/We hereby appoint the Tender Offer Agents as my proxy to sell, transfer, deliver NVDRs, arrange the payment procedure and process other necessary relevant to tender offer.
 I/We hereby have read thoroughly and acknowledged the Privacy Notice as in the Financial Business Group's website www.kkpf.com/dataprotection or other channels. In case
 where I/we provided any personal data of any other data subject, I/we hereby represent and warrant that I/we have the lawful authorization to disclose such personal data to the
 companies in Financial Business Group.

I hereby certify that the information provided above is true and correct. I have read and acknowledged the purposes and details related to the collection, use, and disclosure of
 personal data by Bank of Ayudhya Public Company Limited and its financial group of companies (collectively, "Krungsri Group"), and my rights as a data subject, including the right to
 withdraw my consent as specified in the Krungsri Group's Privacy Notice available at www.krungsrisecurities.com/th/convention/privacy.aspx If I have provided personal data of any third
 party to Krungsri Group, I hereby certify that I have verified the accuracy and completeness of their personal data and have obtained any required consent to the collection, use, and
 disclosure of their personal data or other legal basis is relied on, and such third party has been notified of Krungsri Group's Privacy Notice.

Transfer Scripless NVDR			
Transfer from TSD Participant No.	Transfer Slip No. TSD	Transfer Date	No. of NVDRs
Total			

I/We attach evidence of transfer of the NVDRs through Thailand Securities Depository Company Limited (the "TSD") to account "KIATNAKIN PHATRA SECURITIES PUBLIC
 COMPANY LIMITED FOR TENDER" Account No. 006-00000015-7 / KRUNGSRI SECURITIES PUBLIC COMPANY LIMITED FOR TENDER OFFER Account No. 029-000000098-2
 and proof of identity in respect of the Tender Offeree or proof of registered company (for juristic person) as set out in the Tender Offer Acceptance Procedure.

Receive the Payment :
 Collect the cheque by myself/ourselves at the office of the Tender Offer Agents where I/We submit the Tender Offer Acceptance Form
 Send the cheque via registered post to the address above
 Transfer to Bank 1. BAY 2. SCB 3. BBL 4. KTB 5. KBANK 6. TTB 7. UOB 8. KKP 9. CIMB
 Branch Type of Account Account No.

(The name of the account holder must be the same as the name of Offeree stated in the Tender Offer Acceptance Form. Besides, the Tender Offeree must provide either a certified
 copy of the first page of the savings deposit pass book or a certified copy of the current account statement).

In case where the amount of payment is equal to THB 100,000 or more, please identify the Beneficial Owner* accordingly:
 In case where the subscriber is a natural person for the Tender Offeree for another (Please specify).....
 In case where the subscriber is a juristic person for a subscriber for another (Please specify).....

*Beneficial Owner means a natural person who ultimately owns or controls a customer or has control over relationship between a customer and the financial institution a person on whose behalf a
 transaction is being conducted, including those persons who exercise ultimate effective control over a juristic person.

I/We hereby certify that all NVDRs offered for sale are free from any encumbrance.
 I/We hereby certify, represent and warrant that I am/we are the legal and beneficial owner(s) of all NVDRs offered for sale which are free from any mortgage, charge, pledge, encumbrance, liability or
 third party right ("Encumbrance") and I/we sell such NVDRs offered as beneficial owner(s) thereof free from any and all Encumbrances.
 Signed..... Attorney-in-fact Signed..... Offeree
 (.....) (.....)

Receipt of Transfer of Scripless NVDR and Tender Offer Acceptance Form	
Date.....	Acceptance Form No.
Kiatnakin Phatra Securities Public Company Limited and Krungsri Securities Public Company Limited in the capacity as the Tender Offer Agents has received the Tender Offer Acceptance Form to purchase NVDRs of the Ordinary Shares of Lanna Resources Public Company Limited and the Transfer of Scripless NVDR with the document to transfer NVDRs totaling.....units of NVDR from Mr. / Mrs. / Miss / Company / Other (Please specify)	
Receive the Payment:	
<input type="checkbox"/> Collect the cheque by myself/ourselves at the office of the Tender Offer Agents where I/We submit the Tender Offer Acceptance Form	
<input type="checkbox"/> Send the cheque via registered post to the address above	
<input type="checkbox"/> Transfer to Bank <input type="checkbox"/> 1. BAY <input type="checkbox"/> 2. SCB <input type="checkbox"/> 3. BBL <input type="checkbox"/> 4. KTB <input type="checkbox"/> 5. KBANK <input type="checkbox"/> 6. TTB <input type="checkbox"/> 7. UOB <input type="checkbox"/> 8. KKP <input type="checkbox"/> 9. CIMB	
Branch Type of AccountAccount No.	
Signed Recipient (.....)	

Confirmation of Securities Cost Form for NVDR
(For Foreign Juristic Person not carrying business in Thailand)

Date.....

To: Sunrise Equity Company Limited and Siam City Cement Public Company Limited (the “**Tender Offerors**”) and
 Kiatnakin Phatra Securities Public Company Limited and Krungsri Securities Public Company Limited
 (the “**Tender Offer Agents**”)

With reference to the Tender Offer to purchase NVDR of Lanna Resources Public Company Limited by the Tender Offerors, I/We.....Nationality.....

Tax Identification No. (if any)accept to sell of NVDRs representing ordinary shares of Lanna Resources Public Company Limited, subject to the Tender Offer by Sunrise Equity Company Limited and Siam City Cement Public Company Limited. I/We hereby declare the cost of tendered shares as the evidence for the withholding tax purpose as follow:

NVDR certification No. / Transfer Slip No. (Transfer date)	No. of NVDR	Cost per unit (THB)
Total		

I/We hereby certify that the aforementioned statement is true and I/We have read thoroughly and acknowledged the Privacy Notice as in the Financial Business Group’s website www.kkpf.com/dataprotection or other channels. In case where I/we provided any personal data of any other data subject, I/we hereby represent and warrant that I/we have the lawful authorization to disclose such personal data to the companies in Financial Business Group.

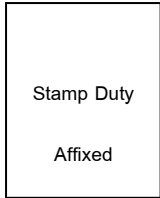
I hereby certify that the information provided above is true and correct. I have read and acknowledged the purposes and details related to the collection, use, and disclosure of personal data by Bank of Ayudhya Public Company Limited and its financial group of companies (collectively, "Krungsri Group"), and my rights as a data subject, including the right to withdraw my consent as specified in the Krungsri Group's Privacy Notice available at www.krungsrisecurities.com/th/convention/privacy.aspx If I have provided personal data of any third party to Krungsri Group, I hereby certify that I have verified the accuracy and completeness of their personal data and have obtained any required consent to the collection, use, and disclosure of their personal data or other legal basis is relied on, and such third party has been notified of Krungsri Group's Privacy Notice.

Signed.....Offeree

(.....)

Note If the Tender Offeree, Foreign Juristic Person does not engage in business in Thailand, fails to declare the cost basis or attach the evidence that demonstrates the cost basis, the Tender Offer Agents will determine the amount of withholding tax based on the gross amount of the shares sold.

**POWER OF ATTORNEY
For Tender Offer Acceptance – NVDR**



Made at _____

Date _____

I / We _____ Age _____

Nationality _____ ID Card No. / Passport No. _____

Resides at (address that can be reached by mail) _____

Postal Code _____ Country _____

Hold(s) _____ units of NVDR of Lanna Resources Public Company Limited (“LANNA”)

hereby authorize (Mr. / Miss / Mrs.) _____ Age _____

Nationality _____ ID Card No. / Passport No. _____

Resides at (address that can be reached by mail) _____

House Registration Address House Registration Address same as above House Registration Address different from above
(Please specify)

House Registration Address _____

Postal Code _____ Country _____ to act as my/our attorney to

- Sell, transfer, endorse and deliver such securities of LANNA through the Tender Offer Agents
- Receive cheque at Kiatnakin Phatra Securities Public Company Limited / Krungsri Securities Public Company Limited in person as payment due to acceptance of tender offer (for the case where I/we choose to collect the cheque in person), and to be authorized to do and execute all such other matters in connection with the aforesaid mentioned on my/our behalf until its completion.

Any act taken by my/our attorney-in-fact shall be deemed to be taken by myself/ourselves in every respect.

I/we hereby have read thoroughly and acknowledged the Privacy Notice as in the Financial Business Group's website www.kkpf.com/dataprotection or other channels. In case where I/we provided any personal data of any other data subject, I/we hereby represent and warrant that I/we have the lawful authorization to disclose such personal data to the companies in Financial Business Group.

I hereby certify that the information provided above is true and correct. I have read and acknowledged the purposes and details related to the collection, use, and disclosure of personal data by Bank of Ayudhya Public Company Limited and its financial group of companies (collectively, "Krungsri Group"), and my rights as a data subject, including the right to withdraw my consent as specified in the Krungsri Group's Privacy Notice available at www.krungsrisecurities.com/th/convention/privacy.aspx If I have provided personal data of any third party to Krungsri Group, I hereby certify that I have verified the accuracy and completeness of their personal data and have obtained any required consent to the collection, use, and disclosure of their personal data or other legal basis is relied on, and such third party has been notified of Krungsri Group's Privacy Notice.

() Grantor

() Attorney-in-fact

() Witness

() Witness

Notes:

1. A power of attorney executed with 10-THB stamp duty affixed in case of authorizing to perform the submission of Tender Offer Acceptance Form of the Ordinary Shares only or receiving a cheque for the payment of ordinary shares only, or 30-THB stamp duty affixed in case of authorizing to perform both the submission of Tender Offer Acceptance Form of the Ordinary Shares and receiving a cheque for the payment of ordinary shares
2. The grantor is required to attach the following documents with certified true copies of the authorized representatives(s):
 - a. Certified true copies of ID card (Thai Individual) or
 - b. Certified true copies of Company Registration and Company Certification (Thai Juristic Person) or
 - c. Certified true copies of passport or alien certificate (Foreign Individual)
3. The attorney-in-fact is required to attach the following documents with certified true copies of the authorized representatives(s):
 - a. Certified true copies of ID card (Thai Individual) or
 - b. Certified true copies of Company Registration and Company Certification (Thai Juristic Person) or
 - c. Certified true copies of passport or alien certificate (Foreign Individual)
4. In case that the grantor and/or attorney-in-fact is foreign juristic person the true copies of corporate affidavit, certificate of Incorporation, passport or alien certificate must be certified by the notary public officer and Thai embassy or Thai consulate in the country where the documents were prepared not more than six months prior to the last day of the Tender Offer Period

Attachment 4

Form D TSD-301

Request Form for Amending Securities Holder Records

Highly Confidential

I/We _____ national I.D. card/passport/company Registration number _____

hereby request for Thailand Securities Depository Co., Ltd. ("TSD") to amend the following information of the securities holder:

<u>Type of information</u>	<u>Specify Original Information</u> (Pre-Amendment)	<u>Specify the Information Requiring Amendment</u>
<input type="checkbox"/> Honoric (Mr./Mrs./Miss)	➤	➤
<input type="checkbox"/> First name - last name	➤	➤
<input type="checkbox"/> For general contacts	➤	➤
<input type="checkbox"/> Mailing address for the delivery of proxy and meeting invitation documents (principal address) where there is a share balance on the XM date	<input type="checkbox"/> Use the newly changed address above <input type="checkbox"/> Specify the address* _____ _____ * This is the address pursuant to the register notified to TSD or securities depositing member company (broker/custodian) which will then affect the selection of the principal address	
<input type="checkbox"/> Postal code	➤	➤
<input type="checkbox"/> Home/Office telephone No.	➤	➤
<input type="checkbox"/> Mobile phone	➤	➤
<input type="checkbox"/> email address This email address is used for getting the result of amendment from TSD	➤	➤
<input type="checkbox"/> Other.....	➤	➤

◆ Amendment of the information will be effective when TSD has received request at least 5 business days prior to the book closing date.

In an event you deposit the securities with the securities depositing member company (broker/custodian), please contact your securities depositing member company directly for the amendment of any information.

◆ Mailing address for the delivery of documents should be convenient for the purpose of document receipt via registered mail, but the address must not be specified as a post office box as stipulated by the Department of Business Development, Ministry of Commerce.

I/We hereby certify that the aforementioned statements are true. Should TSD incur any damage or potential damage as a result of the undertaking specified above, I/We shall be fully responsible for any damage caused and shall compensate TSD in full.

I/We have thoroughly read all the details specified in the privacy notice of the Stock Exchange of Thailand group ("SET Group") (<https://www.set.or.th/privacy-notice.html>) and acknowledged that my/our personal data, and any third party's personal data I/We have provided to TSD (if any) will be processed and protected under such privacy notice. In this regard, I/We hereby confirm and represent that I/We have procured such third party to read all the details specified in such privacy notice and have duly obtained a proper and lawful consent from such third party to provide the personal data of the third party to TSD.

In addition, I/We hereby acknowledge that in case of any special action (such as where fingerprint is used instead of signature) which additional information that may contain sensitive personal data is required to be submitted to TSD and such additional information is necessary for the provision of TSD service, not providing such additional information may render TSD to be unable to provide TSD service to me/us. Hence, by signing this application, I/we agree and consent that such sensitive personal data to be processed by TSD in connection with the purpose of the provision of TSD service.

Signature _____ Securities holder
(_____) Phone no. _____

If a proxy has been assigned, please sign as both the securities holder and the grantor

I/We here by authorize _____ as my/our representative, with full authority to file this application.

Stamp Duty
THB 10

Signature _____ Grantor Signature _____ Grantee
(_____) (_____) Phone no. _____

For official use only

Date _____ Transaction no. _____ Checker _____

I have already checked all original identification documents

Signature _____ Officer

TSD301_V. 5/2023_EN_1/9/2023



Supporting Documents for the Application for Amending Securities Holder Records

1. **Application for amending of securities holder records** with the details filled in and signed by the securities holder correctly and completely.
2. **Amendment supporting documents in case of change to title/name/surname please attach:**
 - ◆ certificate of change to title, name or surname, marriage certificate, divorce certificate, as the case may be; and
 - ◆ Original securities certificate (original name/surname prior to the amendment) together with the application for the issuance of new securities certificate requesting registrar to issue a new securities certificate (new name/surname as per the amendment application).
3. **Identification documents of securities holder and authorized person (if any)** pursuant to the type of person with the details as per the table below.
 - In case of other types of person, please ask for additional information at SET Contact Center accordingly to the contact channels further below in the application form or <https://media.set.or.th/rulebook/form/SupportingDocumentsforIndividuals-JuristicPersons.pdf>
4. Copy of identification documents submitted to TSD may contain sensitive personal data which is not necessary for the provision of TSD service, and TSD has no intention of collecting such sensitive personal data. As a result, the document owners may proceed to cross out any part in order to cover up any sensitive personal data before submitting the identification documents containing such sensitive personal data to TSD. In case that no action is taken to cover up such sensitive personal data, TSD shall deem that you have given your consent to TSD to the collection of such sensitive personal data.

Type of person	Identification Documents only to support the request to change name/ surname	Documents for other types of requests
Individual person - Thai Nationality	1. In case the securities holder contacts TSD personally, the original Thai national identification card (Thai ID Card) or digital identification cards and the certification form for the civil history register via digital system (Tor.Ror12/2) of the securities holder must be presented. 2. In case the securities holder does not contact TSD personally, the securities holder must authorize a person to act on his/her behalf, and such person must present the original Thai ID Cards of the securities holder and its copy which has been certified as true and correct copy of the original document by the document owner. * If the original Thai ID Card of the securities holder cannot be presented, please attach the original of the certification document issued by the sub-district or district office, identifying to use those certified true copies instead of the original Thai ID Card (issued not more than 90 days before the date of submission as part of this application). 3. In case filing this application via registered mail, please attach, - Copies of Thai ID Card of the securities holder which has been certified as true and correct copy of the original document by the document owner.	A Copy of Thai ID Card of the securities holder which has been certified as true and correct copy of the original document by the document owner.
Individual person - Other Nationalities	1. In case the securities holder contacts TSD personally, the original alien identification card or passport of the transferor and the transferee must be presented. 2. In case the securities holder does not contact TSD personally, the securities holder appointed contact person must present the original alien identification card or passport and its copy which has been certified as true and correct copy of the original document by the document owner. * If the original passport cannot be presented or this application is being submitted by registered mail, - The copy of the passport must be notarized by a notary public, and such notarization must be certified by the Thai embassy or consulate. ◆ Such certification must be issued not more than 1 year before the date of submission as part of this application. * If the original signatory's alien identity card cannot be presented or this application is being submitted by registered mail, - Certificate of civil registration (issued not more than 90 days before the date of submission as part of this application)	A Copy of alien identification card / passport which has been certified as true and correct copy of the original document by the document owner.
Juristic person - Thai Nationality	1.1. A copy of an affidavit issued by the Ministry of Commerce (issued no more than 1 year from the date of issuance) certified by the authorized director(s) of such juristic person. 2. A copy of the Thai ID Card/alien identity card/passport of each authorized director who signs on behalf of the juristic person which has been certified as true and correct copy of the original document by the document owner.	
Juristic person - Other Nationalities	1. A copy of the juristic person registration certificate issued by the regulating government agency in the country where such juristic person is domiciled. 2. A copy of the company's affidavit enumerating its directors authorized to bind the company and conditions relating thereto, showing the juristic person's headquarters location and authority of the signatory. This affidavit must be issued by an authorized official of the juristic person or the governmental agency in the country where such juristic person is domiciled. 3. A copy of the Thai ID Card/alien identity card/passport of each authorized director who signs on behalf of the juristic person which has been certified as true and correct copy of the original document by the document owner. <u>All documents for "Other Nationalities" above, must have been:</u> (1) notarized by the notary public or certified by any competent authority in the country where such documents were prepared or certified for the certification of the signature of the person who prepared or certified such documents. (The certification must be issued not more than 1 year before the date of submission as part of this application.) (2) certified by the Thai Embassy or Thai Consulate in the country where such documents were prepared or certified for the notarization or certification performed by the public notary or such competent authority under (1). (The certification must be issued not more than 1 year before the date of submission as part of this application.) ■ The documents prepared in any other foreign languages other than English must be translated into English.	

Remark : 1. Sensitive Data means the information which can be considered as the personal data as prescribed in section 26 of the PDPA, for instance, religious belief, blood type, etc.

2. TSD will consider the above documents when receiving the complete documents and clear information such as the copy of identification documents or signature.



Attachment 5

Form E TSD-403

**Application for Securities Transfer between the Issuer Account
and the Depository Participant Account**

Highly Confidential

**Application for Securities Transfer between the issuer account and the
depository participant account**

For official use only

Date _____

Checker _____

I/We _____ wish to transfer the securities, the details of which appear in the attachment on the details of the securities to be transferred between issuer account and the depository participant account attached to this application, totaling _____ items.

Type of transfer (please select the type of transfer and fully specify the details)

1. From issuer account to broker/custodian account

• **Broker/Custodian name**

• **Customer account name**

• **Customer account no.**

2. From broker/custodian account to issuer account

Please fill the information of securities holder

Nationality _____ National I.D. card/Passport/Company Registration number _____

Mailing address* _____

Postcode _____ Home phone _____ Office phone _____

Mobile Phone _____ email address _____

Remark *If you are the first time securities holder, the above mailing address will be the main and only address for sending proxy form, the meeting invitation and related document.

Please fill FATCA/CRS Self-Certification Form

2. I/We hereby certify that. I have examined the information appearing in the application form, the document showing the details of the securities to be transferred between issuer account and the depository participant account, the documents supporting ("Documents"), and deem the same to be correct. Moreover, I acknowledge that the TSD may disclose the information in the Documents to the Revenue Department or other authorities with power under the law to request such information.

In this regard, I/We agree to deliver the supporting documents to TSD within 30 days after the date of change such that my information specified in this form is incorrect, and in case TSD requests for additional documents/ information/consent, I agree to comply as requested within the time stipulated by TSD.

3. I have thoroughly read all the details specified in the privacy notice of the Stock Exchange of Thailand group ("SET Group") (<https://www.set.or.th/privacy-notice.html>) and acknowledged that my personal data, and any third party's personal data I have provided to TSD (if any) will be processed and protected under such privacy notice. In this regard, I hereby confirm and represent that I have procured such third party to read all the details specified in such privacy notice and have duly obtained a proper and lawful consent from such third party to provide the personal data of the third party to TSD.

In addition, I hereby acknowledge that in case of any special action (such as where fingerprint is used instead of signature) which additional information that may contain sensitive personal data is required to be submitted to TSD and such additional information is necessary for the provision of TSD service, not providing such additional information may render TSD to be unable to provide TSD service to me/us. Hence, by signing this application, I/we agree and consent that such sensitive personal data to be processed by TSD in connection with the purpose of the provision of TSD service.

Signature _____ Securities Holder

(_____)

Phone number _____

Please submit the documents to broker / custodian

For securities company or custodian registered with Thailand Securities Depository Co., Ltd.

I.....depository participant number.....have considered and examined the documents and evidence supporting the application for the transfer from the securities owner who deposited the securities in the issuer account and hereby warrant that the transfer/transfer acceptance transaction specified above is true. In case I am authorized to proceed on behalf of the securities owner who is my customer using a copy of the Power of Attorney and the customer's identification documents certified as correct on the customer's behalf for the purpose of taking actions under this application, if any damage may be caused or is caused by such acts to Thailand Securities Depository Co., Ltd. or any other person in any respect, I hereby agree to be liable and to compensate Thailand Securities Depository Co., Ltd. or any other person in full.

Signature Authorized person

(.....)



Supporting Documents for the Application for the Securities Transfer between the Issuer Account and the Depository Participant Account

1. Application for the Securities Transfer between the Issuer Account and the Depository Participant Account with the details filled in and signed correctly and completely
2. Identification documents of securities holder and authorized person (if any) pursuant to the type of person with the details as per the table below.
 - In case of other types of person, please ask for additional information at SET Contact Center accordingly to the contact channels further below in the application form or https://www.set.or.th/tsd/en/download/service_form/20220301_person_juristic_EN.pdf
3. Copy of identification documents submitted to TSD may contain sensitive personal data which is not necessary for the provision of TSD service, and TSD has no intention of collecting such sensitive personal data. As a result, the document owners may proceed to cross out any part in order to cover up any sensitive personal data before submitting the identification documents containing such sensitive personal data to TSD. In case that no action is taken to cover up such sensitive personal data, TSD shall deem that you have given your consent to TSD to the collection of such sensitive personal data.

Type of person	Identification Documents
Individual Person - Thai Nationality	A Copy of Thai ID Card which has been certified as true and correct copy of the original document by the document owner.
Individual Person - Other Nationalities	A Copy of alien identification card / passport which has been certified as true and correct copy of the original document by the document owner.
Juristic Person - Thai Nationality	<ol style="list-style-type: none"> 1. A copy of the juristic person registration certificate issued by the Ministry of Commerce issued not more than 1 year before the date of submission as part of this application which has been certified as true and correct copy of the original document by the authorized directors. 2. A copy of the Thai ID Card/alien identity card/passport of each authorized director who signs on behalf of the juristic person which has been certified as true and correct copy of the original document by the document owner.
Juristic Person - Other Nationalities	<ol style="list-style-type: none"> 1. A copy of the juristic person registration certificate issued by the regulating government agency in the country where such juristic person is domiciled. 2. A copy of the company's affidavit enumerating its directors authorized to bind the company and conditions relating thereto, showing the juristic person's headquarters location and authority of the signatory. This affidavit must be issued by an authorized official of the juristic person or the governmental agency in the country where such juristic person is domiciled. 3. A copy of the Thai ID Card/alien identity card/passport of each authorized director who signs on behalf of the juristic person which has been certified as true and correct copy of the original document by the document owner. <p><u>All documents for "Other Nationalities" above, must have been:</u></p> <ol style="list-style-type: none"> (1) notarized by the notary public or certified by any competent authority in the country where such documents were prepared or certified for the certification of the signature of the person who prepared or certified such documents. (2) certified by the Thai Embassy or Thai Consulate in the country where such documents were prepared or certified for the notarization or certification performed by the public notary or such competent authority under (1). <ul style="list-style-type: none"> ▪ The certification must be issued not more than 1 year before the date of submission as part of this application. ▪ The documents prepared in any other foreign languages other than English must be translated into English.

Remark : 1. Sensitive Data means the information which can be considered as the personal data as prescribed in section 26 of the PDPA, for instance, religious belief, blood type, etc.

2. TSD will consider the above documents when receiving the complete documents and clear information such as the copy of identification documents or signature.

Attachment 6

Confirmation Letter on Source of Fund Available to the Tender Offerors

Attachment 7
Audited Financial Statements of Sunrise Equity Company Limited
for the Year 2023

Attachment 7
Audited Financial Statements of Sunrise Equity Company Limited
for the Year 2023

รายงานของผู้สอบบัญชีรับอนุญาต

เลขที่ ผู้ถือหุ้นของบริษัท ชันไรส์ อีคิวตี จำกัด

ความเห็น

ข้าพเจ้าเห็นว่า งบการเงินแสดงฐานะการเงินของบริษัท ชันไรส์ อีคิวตี จำกัด (บริษัท) ณ วันที่ 31 ธันวาคม พ.ศ. 2566 และผลการดำเนินงาน รวมถึงกระแสเงินสดสำหรับปีสิ้นสุดวันเดียวกัน โดยถูกต้องตามที่ควรในสาระสำคัญ ตามมาตรฐานการรายงานทางการเงินสำหรับกิจการที่ไม่มีส่วนได้เสียสาธารณะ

งบการเงินที่ตรวจสอบ

งบการเงินของบริษัทประกอบด้วย

- งบแสดงฐานะการเงิน ณ วันที่ 31 ธันวาคม พ.ศ. 2566
- งบกำไรขาดทุนสำหรับปีสิ้นสุดวันเดียวกัน
- งบแสดงการเปลี่ยนแปลงส่วนของผู้ถือหุ้นสำหรับปีสิ้นสุดวันเดียวกัน
- งบกระแสเงินสดสำหรับปีสิ้นสุดวันเดียวกัน และ
- หมายเหตุประกอบงบการเงินซึ่งประกอบด้วยนโยบายการบัญชีที่สำคัญและหมายเหตุเรื่องอื่น ๆ

เกณฑ์ในการแสดงความเห็น

ข้าพเจ้าได้ปฏิบัติตามตรวจสอบตามมาตรฐานการสอบบัญชี ความรับผิดชอบของข้าพเจ้าได้กล่าวไว้ในส่วนของความรับผิดชอบของผู้สอบบัญชีต่อการตรวจสอบงบการเงินในรายงานของข้าพเจ้า ข้าพเจ้ามีความเป็นอิสระจากบริษัทตามประมวลจรรยาบรรณของผู้ประกอบวิชาชีพบัญชี รวมถึงมาตรฐานเรื่องความเป็นอิสระที่กำหนดโดยสภาวิชาชีพบัญชีในส่วนที่เกี่ยวข้องกับการตรวจสอบงบการเงิน และข้าพเจ้าได้ปฏิบัติตามความรับผิดชอบด้านจรรยาบรรณอื่น ๆ ตามประมวลจรรยาบรรณดังกล่าว ข้าพเจ้าเชื่อว่าหลักฐานการสอบบัญชีที่ข้าพเจ้าได้รับเพียงพอและเหมาะสมเพื่อใช้เป็นเกณฑ์ในการแสดงความเห็นของข้าพเจ้า

ความรับผิดชอบของผู้บริหารต่องบการเงิน

ผู้บริหารมีหน้าที่รับผิดชอบในการจัดทำและนำเสนองบการเงินเหล่านี้ โดยถูกต้องตามที่ควรตามมาตรฐานการรายงานทางการเงินสำหรับกิจการที่ไม่มีส่วนได้เสียสาธารณะ และรับผิดชอบเกี่ยวกับการควบคุมภายในที่ผู้บริหารพิจารณาว่าจำเป็นเพื่อให้สามารถจัดหางบการเงินที่ปราศจากการแสดงข้อมูลที่ขัดต่อข้อเท็จจริงอันเป็นสาระสำคัญไม่ว่าจะเกิดจากการทุจริตหรือข้อผิดพลาด

ในการจัดหางบการเงิน ผู้บริหารรับผิดชอบในการประเมินความสามารถของบริษัทในการดำเนินงานต่อเนื่อง เปิดเผยเรื่องที่เกี่ยวข้องกับการดำเนินงานต่อเนื่อง (ตามความเหมาะสม) และการใช้เกณฑ์การบัญชีสำหรับการดำเนินงานต่อเนื่องเว้นแต่ผู้บริหารมีความตั้งใจที่จะเลิกบริษัท หรือหยุดดำเนินงาน หรือไม่สามารรถดำเนินงานต่อเนื่องต่อไปได้



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สำเนาถูกต้อง

(นายทินวรรธน์ มหอราดล)

(นางสาวนพพร ตีรวิวัฒน์กุล)

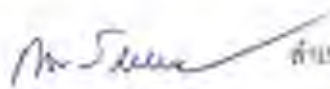



ข้าพเจ้าได้สื่อสารกับผู้บริหารในเรื่องต่าง ๆ ที่สำคัญ ซึ่งรวมถึงขอบเขตและช่วงเวลาของการตรวจสอบตามที่ได้วางแผนไว้
ประเด็นที่มีนัยสำคัญที่พบจากการตรวจสอบและข้อบกพร่องที่มีนัยสำคัญในระบบการควบคุมภายในหากข้าพเจ้าได้
พบในระหว่างการตรวจสอบของข้าพเจ้า

บริษัท ไฟร์ชวอเตอร์เฮาส์คูเปอร์ส เอบีเอส จำกัด

รจนาถ ปัญญานานุศาสตร์
ผู้สอบบัญชีรับอนุญาตเลขที่ 8435
กรุงเทพมหานคร
6 มีนาคม พ.ศ. 2567




(นายทินวรัตน์ มหรราดล)


(นางสาวนพพร ดิทรวัฒนกุล)

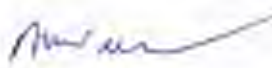
ความรับผิดชอบของผู้สอบบัญชีต่อการตรวจสอบงบการเงิน

การตรวจสอบของข้าพเจ้ามีวัตถุประสงค์เพื่อให้ได้ความเชื่อมั่นอย่างสมเหตุสมผลว่างบการเงินโดยรวมปราศจากการแสดงข้อมูลที่ขัดต่อข้อเท็จจริงอันเป็นสาระสำคัญหรือไม่ ไม่ว่าจะเกิดจากการทุจริตหรือข้อผิดพลาด และเสนอรายงานของผู้สอบบัญชีซึ่งรวมความเห็นของข้าพเจ้าอยู่ด้วย ความเชื่อมั่นอย่างสมเหตุสมผลคือความเชื่อมั่นในระดับสูง แต่ไม่ได้เป็นการรับประกันว่าการปฏิบัติงานตรวจสอบตามมาตรฐานการสอบบัญชีจะสามารถตรวจพบข้อมูลที่ขัดต่อข้อเท็จจริงอันเป็นสาระสำคัญที่มีอยู่ได้เสมอไป ข้อมูลที่ขัดต่อข้อเท็จจริงอาจเกิดจากการทุจริตหรือข้อผิดพลาด และถือว่ามีสาระสำคัญเมื่อพิจารณาอย่างสมเหตุสมผลได้ว่ารายการที่ขัดต่อข้อเท็จจริงแต่ละรายการ หรือทุกรายการ รวมกันจะมีผลต่อการตัดสินใจทางเศรษฐกิจของผู้ใช้งบการเงินเหล่านี้


ในการตรวจสอบของข้าพเจ้าตามมาตรฐานการสอบบัญชี ข้าพเจ้าได้ใช้ดุลยพินิจเกี่ยวกับผู้ประกอบวิชาชีพและการสังเกตและสงสัยเกี่ยวกับผู้ประกอบวิชาชีพตลอดการตรวจสอบ การปฏิบัติงานของข้าพเจ้ารวมถึง

- ระบุและประเมินความเสี่ยงจากการแสดงข้อมูลที่ขัดต่อข้อเท็จจริงอันเป็นสาระสำคัญในงบการเงินไม่ว่าจะเกิดจากการทุจริตหรือข้อผิดพลาด ออกแบบและปฏิบัติตามวิธีการตรวจสอบเพื่อตอบสนองต่อความเสี่ยงเหล่านั้น และได้หลักฐานการสอบบัญชีที่เพียงพอและเหมาะสมเพื่อเป็นเกณฑ์ในการแสดงความเห็นของข้าพเจ้า ความเสี่ยงที่ไม่พบข้อมูลที่ขัดต่อข้อเท็จจริงอันเป็นสาระสำคัญซึ่งเป็นผลมาจากการทุจริตจะสูงกว่าความเสี่ยงที่เกิดจากข้อผิดพลาด เนื่องจากการทุจริตอาจเกี่ยวกับการสมรู้ร่วมคิด การปลอมแปลงเอกสารหลักฐาน การตั้งใจละเว้นการแสดงผล การแสดงผลที่ไม่ตรงตามข้อเท็จจริงหรือการแทรกแซงการควบคุมภายใน
- ทำความเข้าใจในระบบการควบคุมภายในที่เกี่ยวข้องกับการตรวจสอบ เพื่อออกแบบวิธีการตรวจสอบที่เหมาะสมกับสถานการณ์ แต่ไม่ใช่เพื่อวัตถุประสงค์ในการแสดงความเห็นต่อความมีประสิทธิภาพของการควบคุมภายในของบริษัท
- ประเมินความเหมาะสมของนโยบายการบัญชีที่ผู้บริหารใช้และความสมเหตุสมผลของประมาณการทางบัญชี และการเปิดเผยข้อมูลที่เกี่ยวข้องซึ่งจัดทำขึ้นโดยผู้บริหาร
- สรุปร่วมกับความเหมาะสมของการใช้เกณฑ์การบัญชีสำหรับการดำเนินงานต่อเนื่องของผู้บริหาร จากหลักฐานการสอบบัญชีที่ได้รับ และประเมินว่ามีความไม่แน่นอนที่มีสาระสำคัญเกี่ยวกับเหตุการณ์หรือสถานการณ์ที่อาจเป็นเหตุให้เกิดข้อสงสัยอย่างมีนัยสำคัญต่อความสามารถของบริษัทในการดำเนินงาน ต่อเนื่องหรือไม่ ถ้าข้าพเจ้าได้ข้อสรุปว่ามีความไม่แน่นอนที่มีสาระสำคัญ ข้าพเจ้าต้องกล่าวไว้ในรายงานของผู้สอบบัญชีของข้าพเจ้าโดยให้ข้อสังเกตถึงการเปิดเผยข้อมูลในงบการเงินที่เกี่ยวข้อง หรือถ้าการเปิดเผยดังกล่าวไม่เพียงพอ ความเห็นของข้าพเจ้าจะเปลี่ยนแปลงไป ข้อสรุปของข้าพเจ้าขึ้นอยู่กับหลักฐานการสอบบัญชีที่ได้รับจนถึงวันที่ในรายงานของผู้สอบบัญชีของข้าพเจ้า อย่างไรก็ตาม เหตุการณ์หรือสถานการณ์ในอนาคตอาจเป็นเหตุให้บริษัทต้องหยุดการดำเนินงานต่อเนื่อง
- ประเมินการนำเสนอ โครงสร้างและเนื้อหาของงบการเงินโดยรวม รวมถึงการเปิดเผยข้อมูลว่างบการเงินแสดงรายการและเหตุการณ์ในรูปแบบที่ทำให้มีการนำเสนอข้อมูลโดยถูกต้องตามที่ควรหรือไม่




(นายทินวรธรณ์ มหอราดล)

สำเนาถูกต้อง


(นางสาวนพพร ทิรวัฒนกุล)

บริษัท ชนโรส อีตาดี้ จำกัด
งบแสดงฐานะการเงิน
ณ วันที่ 31 ธันวาคม พ.ศ. 2566

สินทรัพย์	หมายเหตุ	พ.ศ. 2566	พ.ศ. 2565
		บาท	บาท
สินทรัพย์หมุนเวียน			
เงินสดและรายการเทียบเท่าเงินสด	3	1,230,362,954	276,377,330
เงินลงทุนชั่วคราว	4	731,059,261	722,665,677
เงินให้กู้ยืมระยะสั้นแก่กิจการที่เกี่ยวข้อง ลูกหนี้อื่น	5	28,000,000	44,000,000
ภาษีเงินได้ถูกหัก ณ ที่จ่าย		1,648,247	2,206,064
		151,779	69,635
รวมสินทรัพย์หมุนเวียน		1,991,222,241	1,045,318,706
สินทรัพย์ไม่หมุนเวียน			
เงินลงทุนเมื่อขาย สุทธิ	6	4,647,500	4,322,500
เงินลงทุนในบริษัทร่วม	7	18,798,910,712	18,798,910,712
เงินลงทุนในบริษัทย่อย	8	849,999,925	849,999,925
เงินลงทุนระยะยาวอื่น	9	1,920,090,840	1,920,090,840
อสังหาริมทรัพย์เพื่อการลงทุน สุทธิ	10	189,055,797	189,316,018
อุปกรณ์ สุทธิ		4	4
เงินมัดจำ		14,600	14,600
รวมสินทรัพย์ไม่หมุนเวียน		21,762,719,378	21,762,654,599
รวมสินทรัพย์		23,753,941,619	22,807,973,305

กรรมการ _____

กรรมการ _____

หมายเหตุประกอบงบการเงินในหน้า 10 ถึง 21 เป็นส่วนหนึ่งของงบการเงินนี้



[Signature]
ตำแหน่งรอง
(นางศศิธรอรานพเมธาดล)

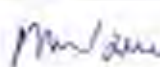
[Signature]
(นางสาวกมลพร ศิริวิไลกุล)

บริษัท ชันไรส์ อีควิตี้ จำกัด
 งบแสดงฐานะการเงิน
 ณ วันที่ 31 ธันวาคม พ.ศ. 2566

	พ.ศ. 2566	พ.ศ. 2565
หมายเหตุ	บาท	บาท
หนี้สินและส่วนของผู้ถือหุ้น		
หนี้สินหมุนเวียน		
เจ้าหนี้อื่น	745,234	746,927
ภาษีหัก ณ ที่จ่ายค้างจ่าย	883,598	1,020,201
หนี้สินหมุนเวียนอื่น	3,392	2,036
รวมหนี้สินหมุนเวียน	1,632,224	1,769,164
รวมหนี้สิน	1,632,224	1,769,164
ส่วนของผู้ถือหุ้น		
ทุนเรือนหุ้น		
ทุนจดทะเบียน		
หุ้นสามัญ 1,250,000,000 หุ้น มูลค่าที่ตราไว้หุ้นละ 10 บาท	12,500,000,000	12,500,000,000
ทุนที่ออกและชำระเต็มมูลค่าแล้ว		
หุ้นสามัญ 1,250,000,000 หุ้น มูลค่าที่ได้รับชำระแล้วหุ้นละ 10 บาท	12,500,000,000	12,500,000,000
กำไรสะสม		
จัดสรรแล้ว - ทุนสำรองตามกฎหมาย	1,250,000,000	1,250,000,000
ยังไม่ได้จัดสรร	9,998,116,895	9,052,336,641
องค์ประกอบอื่นของส่วนของผู้ถือหุ้น	6 4,192,500	3,867,500
รวมส่วนของผู้ถือหุ้น	23,752,309,395	22,806,204,141
รวมหนี้สินและส่วนของผู้ถือหุ้น	23,753,941,619	22,807,973,305



หมายเหตุประกอบงบการเงินในหน้า 10 ถึง 21 เป็นส่วนหนึ่งของงบการเงินนี้


 (นายทินวรรณ มหรรธาตล)

สำเนาถูกต้อง


 (นางสาววนพพร ทิรวัดเมณฑล)

บริษัท ชันโรส อีควิตี้ จำกัด

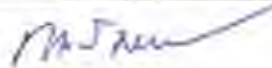
งบกำไรขาดทุน

สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม พ.ศ. 2566


		พ.ศ. 2566	พ.ศ. 2565
	หมายเหตุ	บาท	บาท
รายได้			
รายได้เงินปันผล		972,171,429	972,249,429
รายได้ดอกเบี้ย		12,670,205	4,573,591
รายได้ค่าเช่า	10	-	60,000
รายได้อื่น		-	361,868
รวมรายได้		984,841,634	977,244,888
ค่าใช้จ่าย			
ต้นทุนรายได้ค่าเช่า	10	(1,288,279)	(1,464,628)
ค่าใช้จ่ายในการบริหาร		(37,773,101)	(42,673,992)
รวมค่าใช้จ่าย		(39,061,380)	(44,138,620)
กำไรสุทธิ		945,780,254	933,106,268



หมายเหตุประกอบงบการเงินในหน้า 10 ถึง 21 เป็นส่วนหนึ่งของงบการเงินนี้


(นายทินวรรณ มหรราดกุล)

สำเนาถูกต้อง


(นางสาววนพร ทิรวัดมนกุล)

บริษัท ชันโรส อีควิตี้ จำกัด

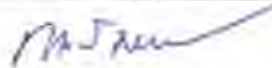
งบกำไรขาดทุน

สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม พ.ศ. 2566


		พ.ศ. 2566	พ.ศ. 2565
	หมายเหตุ	บาท	บาท
รายได้			
รายได้เงินปันผล		972,171,429	972,249,429
รายได้ดอกเบี้ย		12,670,205	4,573,591
รายได้ค่าเช่า	10	-	60,000
รายได้อื่น		-	361,868
รวมรายได้		984,841,634	977,244,888
ค่าใช้จ่าย			
ต้นทุนรายได้ค่าเช่า	10	(1,288,279)	(1,464,628)
ค่าใช้จ่ายในการบริหาร		(37,773,101)	(42,673,992)
รวมค่าใช้จ่าย		(39,061,380)	(44,138,620)
กำไรสุทธิ		945,780,254	933,106,268



หมายเหตุประกอบงบการเงินในหน้า 10 ถึง 21 เป็นส่วนหนึ่งของงบการเงินนี้


(นายทินวรรณ มหรราดกุล)

สำเนาถูกต้อง


(นางสาววนพร ทิรวัดมนกุล)



บริษัท ซี.เอส. เอ็ม. จำกัด
 บริษัทหลักทรัพย์ที่จดทะเบียนของผู้อยู่ถือหุ้น
 สำนักงานตั้งอยู่ที่ 31 ธันวาคม พ.ศ. 2566

หมวดหมู่	กำไรสะสม					
	ชุดออก		จัดสรรแล้ว		องค์ประกอบอื่นของ	
	และชำระ	เพิ่มมูลค่าแล้ว	- คืนสำรอง	ตามกฎหมาย	ยังไม่ได้จัดสรร	ส่วนของผู้ถือหุ้น
บาท	บาท	บาท	บาท	บาท	บาท	บาท
6	12,500,000,000	1,250,000,000	8,119,230,373	4,485,000	21,873,715,373	
	-	-	933,106,268	-	933,106,268	
	-	-	-	(617,500)	(617,500)	
6	12,500,000,000	1,250,000,000	9,662,338,641	3,867,500	22,808,204,141	
	-	-	945,780,254	-	945,780,254	
	-	-	-	325,000	325,000	
6	12,500,000,000	1,250,000,000	9,998,116,895	4,192,500	23,752,309,395	

ยอดคงเหลือต้นปี ณ วันที่ 1 มกราคม พ.ศ. 2565

การเปลี่ยนแปลงในส่วนของผู้ถือหุ้นสำหรับปี พ.ศ. 2565

กำไรสุทธิ

การเปลี่ยนแปลงมูลค่าธุรกิจรวมของเจ้าของผู้ถือหุ้น

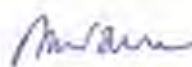
ยอดคงเหลือปลายปี ณ วันที่ 31 ธันวาคม พ.ศ. 2565

การเปลี่ยนแปลงในส่วนของผู้ถือหุ้นสำหรับปี พ.ศ. 2566

กำไรสุทธิ

การเปลี่ยนแปลงมูลค่าธุรกิจรวมของเจ้าของผู้ถือหุ้น

ยอดคงเหลือปลายปี ณ วันที่ 31 ธันวาคม พ.ศ. 2566


 (นายเจษฎาพร นนทศาสตร์)


 (นางสาวรศพร สิงห์วัฒนกุล)

หมายเหตุประกอบงบการเงินในหน้า 10 ถึง 21 เป็นส่วนหนึ่งของงบการเงินนี้

บริษัท ชันโรส อีควิตี้ จำกัด

งบกระแสเงินสด

สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม พ.ศ. 2566

		พ.ศ. 2566	พ.ศ. 2565
	หมายเหตุ	บาท	บาท
กระแสเงินสดจากกิจกรรมดำเนินงาน			
กำไรก่อนค่าใช้จ่ายภาษีเงินได้		945,780,254	933,106,268
รายการปรับปรุง			
ค่าเสื่อมราคา	10	260,221	260,222
รายได้เงินปันผล		(972,171,429)	(972,249,429)
รายได้ดอกเบี้ย		(12,670,205)	(4,573,591)
ภาษีเงินได้ถูกหัก ณ ที่จ่ายตัดบัญชี		69,635	360,875
การเปลี่ยนแปลงของเงินทุนหมุนเวียน			
- ลูกหนี้อื่น		91	-
- เจ้าหนี้อื่น		(1,693)	26,091
- ภาษีหัก ณ ที่จ่ายค้างจ่าย		(136,603)	143,081
- หนี้สินหมุนเวียนอื่น		1,356	(1,357)
- เงินมัดจำรับจากลูกค้า		-	(40,000)
เงินสดใช้ไปในการดำเนินงาน		(38,868,373)	(42,967,840)
เงินปันผลรับ		972,171,429	972,249,429
จ่ายภาษีเงินได้		(151,779)	(69,635)
เงินสดสุทธิได้มาจากกิจกรรมดำเนินงาน		933,151,277	929,211,954



หมายเหตุประกอบงบการเงินในหน้า 10 ถึง 21 เป็นส่วนหนึ่งของงบการเงินนี้

M. Suan
 (นายทินวรรณ มหรราดล)

สำเนาถูกต้อง

W. P.
 (นางสาวนพพร ดิรวัดมณฑล)

บริษัท ชนไรส์ อีควิตี้ จำกัด

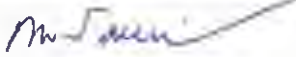
งบกระแสเงินสด

สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม พ.ศ. 2566

	พ.ศ. 2566	พ.ศ. 2565
หมายเหตุ	บาท	บาท
กระแสเงินสดจากกิจกรรมลงทุน		
ดอกเบี้ยรับจากธนาคารและบริษัทอื่น	13,227,931	3,571,668
เงินสดจ่ายเพื่อเงินลงทุนชั่วคราว	4 (8,393,584)	(2,665,677)
เงินสดรับ(จ่าย)เงินให้กู้ยืมระยะสั้นแก่กิจการที่เกี่ยวข้องกัน สุทธิ	16,000,000	(44,000,000)
เงินสดจ่ายเพื่อซื้อเงินลงทุนระยะยาวอื่น	9 -	(843,960,000)
เงินสดสุทธิได้มาจาก(ใช้ไปใน)กิจกรรมลงทุน	20,834,347	(887,054,009)
กระแสเงินสดจากกิจกรรมการจัดการจัดหาเงิน	-	-
เงินสดและรายการเทียบเท่าเงินสดเพิ่มขึ้นสุทธิ	953,985,624	42,157,945
เงินสดและรายการเทียบเท่าเงินสดต้นปี	276,377,330	234,219,385
เงินสดและรายการเทียบเท่าเงินสดปลายปี	3 1,230,362,954	276,377,330



หมายเหตุประกอบงบการเงินในหน้า 10 ถึง 21 เป็นส่วนหนึ่งของงบการเงินนี้


(นายทินวรรณณ์ มหรรดล)

สำเนาถูกต้อง


(นางสาวนพพร ตีรวัดมนกุล)

1 ข้อมูลทั่วไป

บริษัท ชันโรส อีคิวตี จำกัด (บริษัท) เป็นบริษัทจำกัด ซึ่งจัดตั้งขึ้นและมีภูมิลำเนาอยู่ในประเทศไทย บริษัทมีที่อยู่ตามที่ได้จดทะเบียนดังนี้

เลขที่ 898 อาคารเพลินจิตทาวเวอร์ ชั้น 21 ถนนเพลินจิต แขวงลุมพินี เขตปทุมวัน กรุงเทพมหานคร 10330

บริษัทประกอบธุรกิจหลักเกี่ยวกับการลงทุนในบริษัทอื่น

งบการเงินได้รับอนุมัติจากกรรมการผู้มีอำนาจของบริษัทเมื่อวันที่ 6 มีนาคม พ.ศ. 2567

2 นโยบายการบัญชี

นโยบายการบัญชีที่สำคัญซึ่งใช้ในการจัดทำงบการเงินมีดังต่อไปนี้

2.1 เกณฑ์การจัดทำงบการเงินและมาตรฐานการรายงานทางการเงินสำหรับกิจการที่ไม่มีส่วนได้เสีย สาธารณะฉบับปรับปรุง

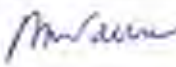
2.1.1 เกณฑ์การจัดทำงบการเงิน

งบการเงินนี้จัดทำขึ้นภายใต้มาตรฐานการรายงานทางการเงินสำหรับกิจการที่ไม่มีส่วนได้เสียสาธารณะที่ออกโดยสภาวิชาชีพบัญชี และบริษัทเปิดเผยข้อมูลเพิ่มเติมโดยอ้างอิงการปฏิบัติตามข้อกำหนดของมาตรฐานการรายงานทางการเงินของไทยเกี่ยวกับเรื่องงบกระแสเงินสด


งบการเงินนี้ได้จัดทำขึ้นโดยใช้เกณฑ์ราคาทุนเดิมในการวัดมูลค่าขององค์ประกอบของงบการเงิน ยกเว้นเงินลงทุนประเภทเผื่อขายซึ่งใช้วิธีมูลค่ายุติธรรม (หมายเหตุข้อ 2.4 (ง))

งบการเงินฉบับภาษาอังกฤษจัดทำขึ้นจากงบการเงินตามกฎหมายที่เป็นภาษาไทย ในกรณีที่มีเนื้อความขัดแย้งกันหรือมีการตีความในสองภาษาแตกต่างกัน ให้ใช้งบการเงินตามกฎหมายฉบับภาษาไทยเป็นหลัก




(นายทินวรัตน์ มหรราดล)

สำเนาถูกต้อง


(นางสาวนพพร ตีรวัดมนกุล)

2 นโยบายการบัญชี (ต่อ)

2.1 เกณฑ์การจัดทำงบการเงินและมาตรฐานการรายงานทางการเงินสำหรับกิจการที่ไม่มีส่วนได้เสีย
สาธารณะฉบับปรับปรุง (ต่อ)

2.1.2 มาตรฐานการรายงานทางการเงินสำหรับกิจการที่ไม่มีส่วนได้เสียสาธารณะฉบับปรับปรุง

มาตรฐานการรายงานทางการเงินสำหรับกิจการที่ไม่มีส่วนได้เสียสาธารณะฉบับปรับปรุงที่มีผล
บังคับใช้สำหรับรอบระยะเวลาบัญชีในหรือหลังวันที่ 1 มกราคม พ.ศ. 2566 ที่เกี่ยวข้องกับบริษัท มี
การเปลี่ยนแปลงที่สำคัญมีดังนี้

การเปลี่ยนแปลงที่สำคัญจากเรื่องที่มีอยู่เดิม

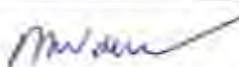
- เรื่องการนำเสนองบการเงิน บริษัทสามารถเลือกนำเสนองบกำไรขาดทุนเบ็ดเสร็จ งบการเงินรวม
หรืองบการเงินระหว่างกาล
- เรื่องเงินลงทุน ได้เพิ่มเติมนิยามของเงินลงทุนในบริษัทย่อยและตัวอย่างของต้นทุนการทำรายการ
- เรื่องที่ดิน อาคารและอุปกรณ์ แสดงการจัดประเภทรายการสินทรัพย์ไม่หมุนเวียนที่ถือไว้เพื่อขาย
เป็นรายการหมุนเวียนและไม่หมุนเวียน
- เรื่องสินทรัพย์ไม่มีตัวตน แก้ไขระยะเวลาในการตัดจำหน่ายของสินทรัพย์ไม่มีตัวตนที่อายุ
การใช้ประโยชน์ไม่ทราบได้แน่นอนโดยไม่เกิน 10 ปี (เดิมเท่ากับ 10 ปี) และเพิ่มเติมปัจจัยที่ใช้
ในการพิจารณาในการกำหนดอายุการใช้ประโยชน์ของสินทรัพย์ไม่มีตัวตน
- เรื่องรายได้ เพิ่มเติมวิธีปฏิบัติรายการบัญชีสำหรับโปรแกรมสิทธิพิเศษแก่ลูกค้าและข้อป่งชี้
ในการพิจารณาการเป็นตัวการหรือตัวแทน

เรื่องเพิ่มเติมที่สำคัญ

- เรื่องอนุพันธ์ บริษัทสามารถเลือกนโยบายการบัญชีได้ดังนี้
 - เปิดเผยจำนวนเงินตามสัญญาในหมายเหตุประกอบงบการเงิน
 - รับรู้รายการด้วยวิธีการคงค้าง
 - รับรู้รายการด้วยมูลค่ายุติธรรม โดยบันทึกการเปลี่ยนแปลงของมูลค่ายุติธรรมในกำไรหรือขาดทุน
 - รับรู้รายการโดยใช้การบัญชีป้องกันความเสี่ยง
- เรื่องการรวมธุรกิจ หากสินทรัพย์ที่ได้มาเป็นหน่วยธุรกิจ บริษัทสามารถเลือกนโยบายการบัญชี
ในการรับรู้รายการตามวิธีการซื้อสินทรัพย์หรือ วิธีซื้อตามมาตรฐานการรายงานทางการเงิน
ฉบับที่ 3 (หรือแนวปฏิบัติทางการบัญชีสำหรับการรวมธุรกิจภายใต้การควบคุมเดียวกัน)
ในกรณีที่บริษัทปฏิบัติตามวิธีซื้อ ค่าความนิยมที่อายุการใช้ประโยชน์ไม่ทราบได้แน่นอน
ให้ตัดจำหน่ายตามวิธีเส้นตรงด้วยอายุการใช้ประโยชน์ 20 ปี

บริษัทไม่มีผลกระทบที่เป็นสาระสำคัญจากการนำมาตรฐานการรายงานทางการเงินฉบับปรับปรุง
ดังกล่าวมาใช้




(นายทินวรัตน์ มหรรดาตล)

สำเนาถูกต้อง


(นางสาววนพพร ตีรวัดมงคล)

2 นโยบายการบัญชี (ต่อ)

2.2 การแปลงค่าเงินตราต่างประเทศ

รายการต่าง ๆ ในงบการเงินของบริษัทวัดมูลค่าโดยใช้สกุลเงินบาท งบการเงินนำเสนอในสกุลเงินบาท

บริษัทแปลงค่ารายการที่เป็นเงินตราต่างประเทศให้เป็นเงินบาทโดยใช้อัตราแลกเปลี่ยน ณ วันที่ที่เกิดรายการ

ณ วันสิ้นรอบระยะเวลารายงาน บริษัทแปลงค่ารายการที่เป็นตัวเงินที่เป็นสกุลเงินตราต่างประเทศให้เป็นเงินบาทโดยใช้อัตราปิด โดยแปลงสินทรัพย์ที่เป็นตัวเงินที่เป็นสกุลเงินตราต่างประเทศโดยใช้อัตราแลกเปลี่ยนที่ธนาคารรับซื้อ และแปลงหนี้สินที่เป็นตัวเงินที่เป็นสกุลเงินตราต่างประเทศโดยใช้อัตราแลกเปลี่ยนที่ธนาคารขาย สำหรับรายการที่ไม่เป็นตัวเงินที่อยู่ในรูปเงินตราต่างประเทศ ซึ่งบันทึกไว้ด้วยราคาทุนเดิม บริษัทแปลงค่ารายการนี้โดยใช้อัตราแลกเปลี่ยน ณ วันที่เกิดรายการ

รายการกำไรและรายการขาดทุนที่เกิดจากการรับหรือจ่ายชำระที่เป็นเงินตราต่างประเทศ และที่เกิดจากการแปลงค่าสินทรัพย์และหนี้สินที่เป็นตัวเงินดังกล่าวได้บันทึกไว้ในงบกำไรขาดทุน

2.3 เงินสดและรายการเทียบเท่าเงินสด

เงินสด หมายถึงเงินสดในมือ และเงินฝากธนาคารทุกประเภท แต่ไม่รวมเงินฝากธนาคารประเภทที่ต้องจ่ายคืนเมื่อสิ้นระยะเวลาที่กำหนด (เงินฝากประจำ) และบัตรเงินฝากที่ออกโดยธนาคารพาณิชย์ และสถาบันการเงินอื่น และไม่รวมเงินฝากธนาคารที่มีข้อจำกัดในการเบิกถอน รายการเทียบเท่าเงินสดรวมถึงเงินลงทุนระยะสั้นอื่นที่มีสภาพคล่องสูงซึ่งมีอายุไม่เกินสามเดือนนับจากวันที่ได้มา

2.4 เงินลงทุน

ก) เงินลงทุนในบริษัทย่อย

บริษัทย่อยหมายถึง กิจกรรมที่บริษัทมีอำนาจในการควบคุมนโยบายการเงินและการดำเนินงาน ซึ่งโดยทั่วไปแล้ว คือการที่บริษัทถือหุ้นที่มีสิทธิออกเสียงมากกว่ากึ่งหนึ่งในกิจการที่ไปลงทุนไม่ว่าจะเป็นทางตรงหรือทางอ้อมโดยผ่านบริษัทย่อยอื่น ยกเว้นบริษัทใหญ่มีหลักฐานที่แสดงให้เห็นอย่างชัดเจนว่าอำนาจในการออกเสียงนั้นไม่ทำให้บริษัทสามารถควบคุมกิจการดังกล่าวได้ ในทางกลับกันถ้าในกรณีบริษัทถือหุ้นมีสิทธิออกเสียงน้อยกว่ากึ่งหนึ่ง แต่มีหลักฐานที่แสดงให้เห็นอย่างชัดเจนว่าอำนาจในการออกเสียงนั้นทำให้บริษัทสามารถควบคุมกิจการดังกล่าวได้ ถือว่าเป็นบริษัทย่อย

เงินลงทุนในบริษัทย่อยจะแสดงด้วยวิธีราคาทุนหักด้วยค่าเผื่อการลดลงของมูลค่า (ถ้ามี)

บริษัทจะทดสอบค่าเผื่อการลดลงของมูลค่าของเงินลงทุนเมื่อมีข้อบ่งชี้ว่าเงินลงทุนนั้นอาจมีการลดลงของมูลค่าเกิดขึ้น หากราคาตามบัญชีของเงินลงทุนสูงกว่ามูลค่าที่คาดว่าจะได้รับคืน บริษัทจะบันทึกรายการขาดทุนจากค่าเผื่อการลดลงของมูลค่าไว้ในงบกำไรขาดทุน



2 นโยบายการบัญชี (ต่อ)

2.4 เงินลงทุน (ต่อ)

ข) เงินลงทุนในบริษัทร่วม

บริษัทร่วมเป็นกิจการที่บริษัทมีอิทธิพลอย่างเป็นสาระสำคัญแต่ไม่ถึงกับควบคุม ซึ่งโดยทั่วไปก็คือการที่บริษัทถือหุ้นที่มีสิทธิออกเสียงอย่างน้อยร้อยละ 20 ในกิจการที่ไปลงทุนไม่ว่าทางตรงหรือทางอ้อม ยกเว้นในกรณีที่บริษัทมีหลักฐานที่แสดงให้เห็นอย่างชัดเจนว่าอิทธิพลนั้นไม่เกิดขึ้น

เงินลงทุนในบริษัทร่วมแสดงด้วยราคาทุนหักด้วยค่าเผื่อการลดลงของมูลค่า (ถ้ามี)

บริษัทจะทดสอบค่าเผื่อการลดลงของมูลค่าของเงินลงทุนเมื่อมีข้อบ่งชี้ว่าเงินลงทุนนั้นอาจมีการลดลงของมูลค่าเกิดขึ้น หากราคาตามบัญชีของเงินลงทุนสูงกว่ามูลค่าที่คาดว่าจะได้รับคืน บริษัทจะบันทึกรายการขาดทุนจากค่าเผื่อการลดลงของมูลค่าไว้ในงบกำไรขาดทุน

ค) เงินลงทุนในการร่วมค้า

การร่วมค้า หมายถึง การประกอบกิจกรรมเชิงเศรษฐกิจของบุคคลหรือกิจการตั้งแต่สองรายขึ้นไป โดยให้มีการควบคุมร่วมกันตามที่ตกลงไว้ในสัญญา

เงินลงทุนในการร่วมค้าแสดงด้วยราคาทุนหักด้วยค่าเผื่อการลดลงของมูลค่า (ถ้ามี)

บริษัทจะทดสอบค่าเผื่อการลดลงของมูลค่าของเงินลงทุนเมื่อมีข้อบ่งชี้ว่าเงินลงทุนนั้นอาจมีการลดลงของมูลค่าเกิดขึ้น หากราคาตามบัญชีของเงินลงทุนสูงกว่ามูลค่าที่คาดว่าจะได้รับคืน บริษัทจะบันทึกรายการขาดทุนจากค่าเผื่อการลดลงของมูลค่าไว้ในงบกำไรขาดทุน

ง) เงินลงทุนเพื่อขาย

เงินลงทุนเพื่อขาย คือ เงินลงทุนที่จะถือไว้โดยไม่ระบุช่วงเวลาและอาจขายเพื่อเสริมสภาพคล่องหรือเมื่ออัตราดอกเบี้ยเปลี่ยนแปลง ได้แสดงรวมไว้ในสินทรัพย์ไม่หมุนเวียน เว้นแต่กรณีที่ฝ่ายบริหารแสดงเจตจำนงที่จะถือไว้ในช่วงเวลาน้อยกว่า 12 เดือนนับแต่วันที่ในงบแสดงฐานะการเงิน หรือกรณีที่ฝ่ายบริหารมีความจำเป็นที่ต้องขายเพื่อเพิ่มเงินทุนดำเนินงาน จึงจะแสดงรวมไว้ในสินทรัพย์หมุนเวียน

เงินลงทุนเพื่อขายรับรู้มูลค่าเริ่มแรกด้วยราคาทุน ซึ่งหมายถึงมูลค่ายุติธรรมของสิ่งตอบแทนที่ให้ไปเพื่อให้ได้มาซึ่งเงินลงทุนนั้นรวมทั้งค่าใช้จ่ายในการทำการ



2 นโยบายการบัญชี (ต่อ)

2.5 อสังหาริมทรัพย์เพื่อการลงทุน

อสังหาริมทรัพย์เพื่อการลงทุนแสดงด้วยราคาทุนหักค่าเสื่อมราคาสะสมและค่าเผื่อการลดลงของมูลค่า (ถ้ามี)

ราคาทุนของอสังหาริมทรัพย์เพื่อการลงทุนรวมถึง ราคาซื้อและจ่ายโดยตรงที่เกี่ยวกับการจัดหาสินทรัพย์

ค่าเสื่อมราคาคำนวณโดยใช้วิธีเส้นตรง เพื่อลดราคาตามบัญชีของสินทรัพย์แต่ละชนิดตลอดอายุการใช้ประโยชน์ที่ประมาณการไว้ของสินทรัพย์ ยกเว้นที่ดินซึ่งถือว่าประมาณการอายุการใช้ประโยชน์ไม่จำกัด ดังนี้

อาคาร

20 ปี

ในกรณีที่มีข้อบ่งชี้ว่าอสังหาริมทรัพย์เพื่อการลงทุนมีมูลค่าลดลงอย่างถาวร เช่น มีหลักฐานแสดงให้เห็นว่าสินทรัพย์มีการเปลี่ยนแปลงอย่างมีนัยสำคัญเกี่ยวกับลักษณะที่บริษัทใช้หรือคาดว่าจะใช้สินทรัพย์ บริษัทจะรับรู้ผลขาดทุนจากการลดลงของมูลค่าของอสังหาริมทรัพย์เพื่อการลงทุนในงบกำไรขาดทุนหากราคาตามบัญชีสูงกว่ามูลค่าที่คาดว่าจะได้รับคืน ซึ่งมูลค่าที่คาดว่าจะได้รับคืน หมายถึง มูลค่ายุติธรรมหักต้นทุนในการขายหรือมูลค่าจากการใช้ของสินทรัพย์นั้น


2.6 อุปกรณ์

อุปกรณ์แสดงรายการด้วยราคาทุนหักค่าเสื่อมราคาสะสมและค่าเผื่อการลดลงของมูลค่า (ถ้ามี)

ราคาทุนของรายการอุปกรณ์ รวมถึง ราคาซื้อ อกรักษาเข้า ภาษีซื้อที่เรียกคืนไม่ได้ (หลังหักส่วนลดการค้าและจำนวนที่ได้รับคืนจากผู้ขาย) และต้นทุนทางตรงอื่น ๆ ที่เกี่ยวข้องกับการจัดหาสินทรัพย์เพื่อให้สินทรัพย์นั้นอยู่ในสถานที่และสภาพที่พร้อมจะใช้งานได้ตามความประสงค์ของฝ่ายบริหาร รวมทั้งต้นทุนที่ประมาณการดีที่สุดสำหรับการรื้อ การขนย้าย และการบูรณะสถานที่ตั้งของสินทรัพย์ ซึ่งเป็นภาระผูกพันของกิจการที่เกิดขึ้นเมื่อกิจการได้สินทรัพย์นั้นมาหรือเป็นผลจากการใช้สินทรัพย์นั้นในช่วงเวลาหนึ่ง

บริษัทจะรับรู้ต้นทุนในการเปลี่ยนแทนส่วนประกอบของรายการอุปกรณ์เป็นส่วนหนึ่งของมูลค่าตามบัญชีของรายการอุปกรณ์ที่เกี่ยวข้องเมื่อต้นทุนนั้นเกิดขึ้นและคาดว่าจะให้ประโยชน์เชิงเศรษฐกิจในอนาคตแก่บริษัท และจะตัดมูลค่าตามบัญชีของชิ้นส่วนที่ถูกเปลี่ยนแทนออกจากรายการอุปกรณ์ สำหรับค่าซ่อมแซมและบำรุงรักษาอื่น ๆ บริษัทจะรับรู้ต้นทุนดังกล่าวเป็นค่าใช้จ่ายในงบกำไรขาดทุนเมื่อเกิดขึ้น




(นายทินวรรัตน์ มหรรธาตล)

สำเนาถูกต้อง


(นางสาวนพนพร ตีรวัดมนกุล)

2 นโยบายการบัญชี (ต่อ)

2.6 อุปกรณ์ (ต่อ)

ค่าเสื่อมราคาคำนวณโดยใช้วิธีเส้นตรง เพื่อลดราคาตามบัญชีของสินทรัพย์ แต่ละชนิดตลอดอายุการใช้ประโยชน์ที่ประมาณการไว้ของสินทรัพย์ ดังนี้

อุปกรณ์สำนักงาน

5 ปี

บริษัทมีการทบทวนมูลค่าคงเหลือ อายุการใช้ประโยชน์ของสินทรัพย์ และวิธีการคิดค่าเสื่อมราคาอย่างสม่ำเสมอ


ในกรณีที่มีข้อสงสัยว่ารายการอุปกรณ์มีมูลค่าลดลงอย่างถาวร เช่น มีหลักฐานแสดงให้เห็นว่าสินทรัพย์ล้าสมัย หรือชำรุดเสียหาย หรือมีการเปลี่ยนแปลงอย่างมีนัยสำคัญเกี่ยวกับลักษณะที่บริษัทใช้หรือคาดว่าจะใช้สินทรัพย์ บริษัทจะรับรู้ผลขาดทุนจากการลดมูลค่าของอุปกรณ์ในงบกำไรขาดทุน หากราคาตามบัญชีสูงกว่ามูลค่าที่คาดว่าจะได้รับคืน ซึ่งมูลค่าที่คาดว่าจะได้รับคืน หมายถึง มูลค่ายุติธรรมหักต้นทุนในการขายหรือมูลค่าจากการใช้ของสินทรัพย์นั้น

รายการกำไรและขาดทุนจากการจำหน่าย กำหนดโดยเปรียบเทียบสิ่งตอบแทนที่ได้รับกับราคาตามบัญชีและได้รวมอยู่ในรายได้อื่นและค่าใช้จ่ายอื่นตามลำดับในงบกำไรขาดทุน

2.7 สัญญาเช่า - กรณีที่บริษัทเป็นผู้ให้เช่า

สินทรัพย์ที่ให้เช่าตามสัญญาเช่าดำเนินงานรวมแสดงอยู่ในงบแสดงฐานะการเงินในส่วนของสังหาริมทรัพย์เพื่อการลงทุนและตัดค่าเสื่อมราคาตลอดอายุการให้ประโยชน์ของสินทรัพย์ด้วยเกณฑ์ที่ได้ระบุไว้ในหมายเหตุข้อ 2.5




(นายทินวรรถน์ มหรราดล)

สำเนาถูกต้อง


(นางสาวนพพร ทิรวัดมงคล)

2 นโยบายการบัญชี (ต่อ)

2.8 ผลประโยชน์พนักงาน

กองทุนสำรองเลี้ยงชีพ

บริษัทจัดให้มีกองทุนสำรองเลี้ยงชีพซึ่งเป็นแผนการจ่ายสมทบตามที่กำหนดไว้ สิทธิประโยชน์ของกองทุนสำรองเลี้ยงชีพได้แยกออกไปจากสินทรัพย์ของบริษัท และมีการบริหารโดยผู้จัดการกองทุนภายนอก กองทุนสำรองเลี้ยงชีพได้รับเงินสะสมเข้ากองทุนจากพนักงานและเงินสมทบจากบริษัท เงินจ่ายสมทบกองทุนสำรองเลี้ยงชีพบันทึกเป็นค่าใช้จ่ายในงบกำไรขาดทุนสำหรับรอบระยะเวลาบัญชีที่เกิดรายการนั้น

ประมาณการหนี้สินผลประโยชน์พนักงาน

บริษัทมีภาระผูกพันภายใต้กฎหมายแรงงานในการจ่ายผลประโยชน์ให้แก่พนักงานที่ทำงานจนครบการเกษียณอายุโดยภาระหนี้สินดังกล่าวมีจำนวนสูงสุดไม่เกินจำนวนตามที่กฎหมายกำหนด ทั้งนี้พนักงานจะได้รับ ณ วันที่เกษียณอายุ บริษัทได้ทำการประมาณการหนี้สินดังกล่าว ณ วันสิ้นรอบระยะเวลาบัญชี โดยคำนวณโดยใช้อัตราเงินเดือนปัจจุบันสะท้อนด้วยอัตราการหมุนเวียนของพนักงานและสัดส่วนอายุงานการทำงานของพนักงานกับอายุการทำงานจนเกษียณ

2.9 ประมาณการหนี้สิน

บริษัทจะบันทึกประมาณการหนี้สิน ซึ่งเป็นภาระผูกพันในปัจจุบันตามกฎหมายหรือตามข้อตกลงที่จัดทำไว้อันเป็นผลสืบเนื่องมาจากเหตุการณ์ในอดีต ซึ่งการชำระภาระผูกพันนั้นมีความเป็นไปได้ค่อนข้างแน่นอนว่าจะส่งผลให้บริษัทต้องสูญเสียทรัพย์สินหรือออกไปและตามประมาณการที่น่าเชื่อถือของจำนวนที่ต้องจ่าย

2.10 การรับรู้รายได้

บริษัทรับรู้รายได้ตามเกณฑ์ดังต่อไปนี้

- รายได้ค่าเช่า (สุทธิจากสิ่งตอบแทนจูงใจที่ได้จ่ายให้แก่ผู้เช่า) รับรู้ด้วยวิธีเส้นตรงตลอดระยะเวลาการให้เช่า
- รายได้เงินปันผลรับรู้เมื่อมีสิทธิที่จะได้รับเงินปันผลนั้นเกิดขึ้น
- รายได้ดอกเบี้ยรับรู้ตามเกณฑ์สัดส่วนของเวลา
- รายได้อื่นรับรู้ตามเกณฑ์คงค้าง



บริษัท ชันไรส์ อีคิวตี จำกัด
หมายเหตุประกอบงบการเงินของบริษัท
สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม พ.ศ. 2566

2 นโยบายการบัญชี (ต่อ)

2.11 การจ่ายเงินปันผล

เงินปันผลและเงินปันผลระหว่างกาลที่จ่ายบันทึกในงบการเงินของบริษัทในรอบระยะเวลาบัญชีซึ่งที่ประชุมผู้ถือหุ้นของบริษัทและกรรมการของบริษัทได้อนุมัติการจ่ายเงินปันผลตามลำดับ

2.12 ภาษีเงินได้

บริษัทรับรู้ภาษีเงินได้ที่ต้องชำระให้แก่หน่วยงานที่เกี่ยวข้องของเป็นค่าใช้จ่ายในงบกำไรขาดทุน โดยใช้วิธีภาษีเงินได้ค้างจ่ายซึ่งแสดงภาวะภาษีเงินได้ที่กิจการค้างชำระสุทธิจากภาษีหัก ณ ที่จ่ายเป็นหนี้สิน

3 เงินสดและรายการเทียบเท่าเงินสด

เงินสดและรายการเทียบเท่าเงินสด ณ วันที่ 31 ธันวาคม พ.ศ. 2566 และ พ.ศ. 2565 ประกอบด้วยรายละเอียดดังนี้

	พ.ศ. 2566	พ.ศ. 2565
	บาท	บาท
เงินฝากธนาคาร - ประเภทกระแสรายวัน	25,580	25,780
- ประเภทออมทรัพย์	229,845,962	275,862,630
- ประเภทประจำ 7 วัน	200,000,000	-
- ประเภทประจำ 31 วัน	800,000,000	-
- ประเภทประจำ 3 เดือน	491,412	488,920
รวมเงินสดและรายการเทียบเท่าเงินสด	1,230,362,954	276,377,330

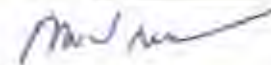
4 เงินลงทุนชั่วคราว

ณ วันที่ 31 ธันวาคม พ.ศ. 2566 เงินลงทุนชั่วคราวของบริษัทเป็นเงินฝากประจำ 7 เดือน จำนวน 731.06 ล้านบาท (พ.ศ. 2565 : เงินฝากประจำ 9 เดือน จำนวน 722.67 ล้านบาท) มีอัตราดอกเบี้ยร้อยละ 1.80 ต่อปี (พ.ศ. 2565 ร้อยละ : 0.45 ต่อปี)

5 เงินให้กู้ยืมระยะสั้นแก่กิจการที่เกี่ยวข้องกัน

ณ วันที่ 31 ธันวาคม พ.ศ. 2566 บริษัทมีเงินกู้ยืมแก่กิจการที่เกี่ยวข้องกันจำนวน 28.00 ล้านบาท (พ.ศ. 2565 : 44.00 ล้านบาท) เงินให้กู้ยืมดังกล่าวเป็นเงินให้กู้ยืมที่ไม่มีหลักประกัน มีอัตราดอกเบี้ยเท่ากับอัตราดอกเบี้ยเงินฝากประจำ 12 เดือนตามที่ธนาคารประกาศ บวกด้วยร้อยละ 1.00 ต่อปี และมีกำหนดชำระคืนเมื่อทางกรม




(นายทินวรัตน์ มหิธราดล)

ท่านนางสาวพร


(นางสาวนพพร ตีรวัดมนกุล)

บริษัท ชันไรส์ อีควิตี้ จำกัด
 หมายเหตุประกอบงบการเงินของบริษัท
 สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม พ.ศ. 2566

6 เงินลงทุนเพื่อขาย สุทธิ

เงินลงทุนเพื่อขาย ณ วันที่ 31 ธันวาคม พ.ศ. 2566 และ พ.ศ. 2565 ประกอบด้วยรายละเอียดดังนี้

	พ.ศ. 2566	พ.ศ. 2565
	บาท	บาท
ราคาทุนของตราสารทุน	455,000	455,000
กำไรที่ยังไม่เกิดขึ้นจากการเปลี่ยนแปลงในมูลค่ายุติธรรมของเงินลงทุน	4,192,500	3,867,500
รวมเงินลงทุนเพื่อขาย สุทธิ	4,647,500	4,322,500

รายการเคลื่อนไหวของเงินลงทุนเพื่อขายในระหว่างปีสิ้นสุดวันที่ 31 ธันวาคม พ.ศ. 2566 และ พ.ศ. 2565 มีดังต่อไปนี้

	พ.ศ. 2566	พ.ศ. 2565
	บาท	บาท
ราคาตามบัญชีสุทธิต้นปี	4,322,500	4,940,000
การเปลี่ยนแปลงในมูลค่ายุติธรรมของเงินลงทุน	325,000	(617,500)
ราคาตามบัญชีสุทธิปลายปี	4,647,500	4,322,500

7 เงินลงทุนในบริษัทร่วม

เงินลงทุนในบริษัทร่วม ณ วันที่ 31 ธันวาคม พ.ศ. 2566 และ พ.ศ. 2565 ประกอบด้วยรายละเอียดดังนี้

	พ.ศ. 2566	พ.ศ. 2565
	บาท	บาท
ตราสารทุน	18,798,910,712	18,798,910,712

บริษัทไม่มีรายการเคลื่อนไหวของเงินลงทุนในบริษัทร่วมสำหรับปีสิ้นสุดวันที่ 31 ธันวาคม พ.ศ. 2566 และ พ.ศ. 2565

ในระหว่างปีสิ้นสุดวันที่ 31 ธันวาคม พ.ศ. 2566 บริษัทได้รับเงินปันผลจากบริษัทร่วมจำนวน 971.98 ล้านบาท (พ.ศ. 2565 : จำนวน 971.98 ล้านบาท)



M. An
 (นายทินวรรณ มหรราดล)

สำเนาถูกต้อง

Q.
 (นางสาวพนพร ทิรวัดมนกุล)

บริษัท ชันไรส์ อีคิว จำกัด
หมายเหตุประกอบงบการเงินของบริษัท
สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม พ.ศ. 2566

8 เงินลงทุนในบริษัทย่อย

เงินลงทุนในบริษัทย่อย ณ วันที่ 31 ธันวาคม พ.ศ. 2566 และ พ.ศ. 2565 ประกอบด้วยรายละเอียดดังนี้

	พ.ศ. 2566	พ.ศ. 2565
	บาท	บาท
ตราสารทุน	849,999,925	849,999,925

บริษัทไม่มีรายการเคลื่อนไหวของเงินลงทุนในบริษัทย่อยสำหรับปีสิ้นสุดวันที่ 31 ธันวาคม พ.ศ. 2566 และ พ.ศ. 2565

9 เงินลงทุนระยะยาวอื่น

เงินลงทุนระยะยาวอื่น ณ วันที่ 31 ธันวาคม พ.ศ. 2566 และ พ.ศ. 2565 ประกอบด้วยรายละเอียดดังนี้

	พ.ศ. 2566	พ.ศ. 2565
	บาท	บาท
ตราสารทุน	1,920,090,840	1,920,090,840

รายการเคลื่อนไหวของเงินลงทุนในระยะยาวอื่นในระหว่างปีสิ้นสุดวันที่ 31 ธันวาคม พ.ศ. 2566 และ พ.ศ. 2565 มีดังต่อไปนี้

	พ.ศ. 2566	พ.ศ. 2565
	บาท	บาท
ยอดคงเหลือต้นปี	1,920,090,840	1,076,130,840
ซื้อเงินลงทุนระหว่างปี	+	843,960,000
ยอดคงเหลือปลายปี	1,920,090,840	1,920,090,840



(นายทินวรรธน์ มหรราดล)

สำเนาถูกต้อง

(นางสาวนพพร ตีรวิวัฒนกุล)

บริษัท ชันไรส์ อีคิวตี จำกัด
 หมายเหตุประกอบงบการเงินของบริษัท
 สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม พ.ศ. 2566

10 อสังหาริมทรัพย์เพื่อการลงทุน สุทธิ

	ที่ดิน บาท	อาคาร บาท	รวม บาท
ณ วันที่ 1 มกราคม พ.ศ. 2566			
ราคาทุน	188,795,576	5,204,424	194,000,000
หัก ค่าเสื่อมราคาสะสม	-	(4,683,982)	(4,683,982)
ราคาตามบัญชี สุทธิ	188,795,576	520,442	189,316,018
สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม พ.ศ. 2566			
ราคาตามบัญชีต้นปี สุทธิ	188,795,576	520,442	189,316,018
ค่าเสื่อมราคา	-	(260,221)	(260,221)
ราคาตามบัญชีปลายปี สุทธิ	188,795,576	260,221	189,055,797
ณ วันที่ 31 ธันวาคม พ.ศ. 2566			
ราคาทุน	188,795,576	5,204,424	194,000,000
หัก ค่าเสื่อมราคาสะสม	-	(4,944,203)	(4,944,203)
ราคาตามบัญชี สุทธิ	188,795,576	260,221	189,055,797

รายการที่รับรู้ในงบกำไรขาดทุนที่เกี่ยวข้องกับอสังหาริมทรัพย์เพื่อการลงทุนสำหรับปีสิ้นสุดวันที่ 31 ธันวาคม พ.ศ. 2566 และ พ.ศ. 2565 มีดังนี้

	พ.ศ. 2566 บาท	พ.ศ. 2565 บาท
รายได้ค่าเช่า	-	60,000
ค่าใช้จ่ายในการดำเนินงานทางตรงสำหรับอสังหาริมทรัพย์ เพื่อการลงทุนซึ่งก่อให้เกิดรายได้ค่าเช่า	(1,288,279)	(1,464,628)



(Signature)
 (นายทินวรรณณ์ มหรราดล)

สำเนาถูกต้อง

(Signature)
 (นางสาวนพพร ดีรวัฒนกุล)

Attachment 8

Undertaking Letter Confirming not to Sell Shares during the Tender Offer

Attachment 8

Undertaking Letter Confirming not to Sell Shares during the Tender Offer

วันที่ 23 สิงหาคม 2567

เรื่อง ยืนยันข้อตกลงไม่ขายหุ้นในการทำข้อเสนอซื้อหลักทรัพย์ทั้งหมดของบริษัท ลานนารีเซอร์สเซส จำกัด (มหาชน)

เรียน บริษัท ชันไรส์ อีควิตี้ จำกัด

ในฐานะผู้ทำข้อเสนอซื้อหลักทรัพย์ทั้งหมดของกิจการ

สำเนาเรียน บริษัทหลักทรัพย์ เกียรตินาคินภัทร จำกัด (มหาชน)

ด้วยหนังสือฉบับนี้ ข้าพเจ้า บริษัท ปูนซีเมนต์นครหลวง จำกัด (มหาชน) ในฐานะผู้ถือหุ้นของบริษัท ลานนารีเซอร์สเซส จำกัด (มหาชน) ("กิจการ") ซึ่งถือหุ้นจำนวน 236,173,980 หุ้น คิดเป็นร้อยละ 44.99 ของจำนวนสิทธิออกเสียงทั้งหมดของกิจการ ตามมติที่ประชุมคณะกรรมการบริษัท ครั้งที่ 199 ซึ่งจัดขึ้นเมื่อวันที่ 23 สิงหาคม 2567 ข้าพเจ้าขอให้การรับประกันและตกลงต่อผู้ทำข้อเสนอซื้อว่า ภายในระยะเวลาของการทำข้อเสนอซื้อหลักทรัพย์ทั้งหมดของกิจการ ข้าพเจ้าจะไม่ขายหุ้นที่ข้าพเจ้าถืออยู่ในกิจการแก่ผู้ทำข้อเสนอซื้อหลักทรัพย์หรือแก่บุคคลอื่นใดตลอดช่วงระยะเวลาของการทำข้อเสนอซื้อหลักทรัพย์ หากข้าพเจ้าไม่ปฏิบัติตามที่กล่าว ข้าพเจ้ายินดีที่จะรับผิดชอบต่อผู้ทำข้อเสนอซื้อเพื่อชดเชยค่าสินไหมทดแทนหรือค่าเสียหายใด ๆ ที่อาจเกิดขึ้น

โดยหนังสือฉบับนี้ ข้าพเจ้าขอยืนยันข้อตกลงข้างต้นไว้กับผู้ทำข้อเสนอซื้อหลักทรัพย์และให้ข้อตกลงนี้มีผลใช้บังคับตลอดระยะเวลาของการทำข้อเสนอซื้อหลักทรัพย์จนถึงวันสิ้นสุดระยะเวลารับซื้อหลักทรัพย์ในครั้งนี้

ขอแสดงความนับถือ

บริษัท ปูนซีเมนต์นครหลวง จำกัด (มหาชน)



(นายมนตรี นิธิกุล)

กรรมการ

(นายทินวรรณ มหรราดล)

กรรมการ