

No. 007/2022

14 March 2022

Subject: Notification regarding the acquisition of asset transaction

To: The President
The Stock Exchange of Thailand

Principal Capital Public Company Limited (the “Company”) would like to inform the resolutions of its Board of Directors’ Meeting No.10/2021 held on 15 December 2021 that has approved the investment of subsidiary as follows:

1. Investment

1. Transaction Date : 14 March 2022
2. Party : 2.1 Principal Healthcare (“Buyer”)
2.2 P.D.Cosmed Company Limited and Skin Doctor (“Seller”)
2.3 Pewdee Clinic Esthetics Company Limited. (“Pewdee Clinic”)
3. General Characteristics : The acquisition of ordinary shares of Pewdee Clinic, a juristic person that is not related to the Company. Total investment value 302,500,000 Baht, by acquiring the ordinary shares from Sellers in the total amount of 252,500,000 Baht and Subscribe for new ordinary shares of Pewdee Clinic in the total amount of 50,000,000 Baht.
4. Purpose of the Investment : To expand business to providing skin care services cosmetic surgery and holistic health care
5. Source of fund : Working capital and/or loan from the financial institutions

This asset disposition transaction when considering the size of the disposition based on each calculation method prescribed under the Major Transaction Rules and based on the consolidated financial statements of the Company for the period year ended as of 31 December 2021, the transaction size is of the highest value when calculated in accordance with the total value of consideration paid or received, which equals 1.74 per cent. Nevertheless, the Company has executed a previous acquisition during the six-month period prior to this transaction, the total transaction size equals 4.38 per cent, which is classified as the transaction having a total value of less than 15 per cent.

Thus, this transaction falls under the approval authority of the Board of Directors of the Company and the Company is neither required to prepare and disclose an information memorandum regarding the acquisition and disposition of assets to the SET nor to obtain any approval from its shareholders as prescribed under the Major Transaction Rules.



In addition, this transaction is not considered a connected transaction pursuant to the Notification of the Capital Market Supervisory Board and the Notification of the Board of Governors of the SET Concerning the Connected Transactions.

Nevertheless, the Board of Directors deems it appropriate to notify the certain further material information regarding the details abovementioned as per the Board of Directors' resolution this time.

6. The Opinion of the Board of Directors related to the transaction.

Board of Directors had approved the transaction

7. The approval of the Audit Committee and / or directors which are different from the approval

- none -

Please be informed accordingly.

Yours sincerely

-Signature-

Miss Ritima Jirasuradate

Company Secretary

A large, light-colored, stylized logo for "PRINC" in a bold, sans-serif font, with a vertical bar between the 'I' and 'N'.