



18 March 2025

Re: Loan transaction between the subsidiary and a related party ([Amendment](#))

To: The President

The Stock Exchange of Thailand

Delta Electronic (Thailand) Public Company Limited (the “**Company**”) would like to disclose the related transaction regarding a loan agreement between its subsidiaries and a related party that had not been previously reported. The details are as follows:

**1. Eltek s.r.o. borrowing from related party**

**1.1 Date / Month / Year of the Transaction:** June 2021

**1.2 Parties involved and Relationship with the Company**

**Borrower:** Eltek s.r.o., a 100% indirectly owned subsidiary of the Company,

**Lender:** Eltek AS, a wholly owned subsidiary of Delta Electronics, Inc. (DEI)

**Relationship between parties**

DEI is one of the major shareholders of the Company. As of March 5, 2021, DEI directly and indirectly held approximate 63.78% of the Company’s issued shares.

**1.3 General Characteristic of the Transactions**

This Inter-company Loans is a connected transaction according to the Notification of the Capital Market Supervisory Board No. TorChor.21/2551 re: Rules on Connected Transactions and the Notification of the Board of Governor of the SET re: Disclosure of Information and Other Acts of Listed Companies concerning Connected Transactions B.E. 2003 and is categorized as receipt of financial assistance. The value used to calculate the size of transaction is the value of the interest or benefits to be repaid to the connected person throughout the period of financial assistance with transaction size more than 0.03% but no more than 3% of the Company’s net tangible assets. As per the criteria, the information must be disclosed to the Stock Exchange of Thailand.

The Company has not entered into any connected transaction with related persons within 6-months period prior to the date when the board of directors of the Company approved this transaction.

#### 1.4 Details of the transaction

- Type of transaction: Inter-company Loans
- Value of principle: Approx. 369.06 million baht (or equal to 9.7 million euros) (38.0474 THB/EUR)
- Rate of interest: 0.6% per annum
- Borrowing period: 5 years
- Payment term: Duration as the defined maturity date in the loan agreement
- Interest payment: Semi-annually
- Basis for calculation of transaction size: Value of interest payable by the company to the lender over the 5 years assistance period is approximately 11.07 million baht (equivalent to 291,000 euros), representing 0.032% of the Company's net tangible assets as of March 31, 2021.
- Other conditions: - None -

#### 1.5 Benefits from entering into the transaction

Extending its cabinet factory to support Telecom Power System Business and data center industry that expansion.

#### 1.6 Opinion of the Partner Decision, equivalent to the Board of Directors (Pursuant to Slovak Law § 132 Obch.zakonnika) of Eltek s.r.o.

According to the Partner Decision of Eltek s.r.o., it has been considered that entering into this transaction will be beneficial to the company and aligns with general commercial terms. The transaction is conducted under fair and reasonable conditions, ensuring that no undue transfer of benefits occurs. Therefore, the transaction has been approved.

## 2. Delta Electronics (Slovakia) s.r.o. borrowing from related party

**2.1 Date / Month / Year of the Transaction:** August 2024

### 2.2 Parties involved and Relationship with the Company

**Borrower:** Delta Electronics (Slovakia), s.r.o., a 100% indirectly owned subsidiary of the Company

**Lender:** Delta International Holding Limited B.V., a wholly owned subsidiary of Delta Electronics, Inc. (DEI)

#### Relationship between parties

DEI is one of the major shareholders of the Company. As at May 10, 2024, DEI directly and indirectly held of approximate 63.07% of the Company's issued shares.

### **2.3 General Characteristic of the Transactions**

This Inter-company Loans is a connected transaction according to the Notification of the Capital Market Supervisory Board No. TorChor.21/2551 re: Rules on Connected Transactions and the Notification of the Board of Governor of the SET re: Disclosure of Information and Other Acts of Listed Companies concerning Connected Transactions B.E. 2003 and is categorized as receipt of financial assistance. The value used to calculate the size of transaction is the value of the interest or benefits to be repaid to the connected person throughout the period of financial assistance with transaction size more than 0.03% but no more than 3% of the Company's net tangible assets. As per the criteria, the information must be disclosed to the Stock Exchange of Thailand.

The Company has not entered into any connected transaction with the related persons within 6-months period prior to the date when the board of directors of the Company approved this transaction.

### **2.4 Details of the transaction**

- Type of transaction: Inter-company Loans
- Value of principle: Approx. 388.30 million baht (or equal to 10 million euros) (38.8304 THB/EUR)
- Rate of interest: 4.45% per annum
- Borrowing period: 5 years
- Payment Term: Duration as the defined maturity date in the loan agreement
- Interest payment: Quarterly
- Basis for calculation of transaction size: Value of interest payable by the company to the lender over the 5-year period is approximately 86.40 million baht (or equal to 2.23 million euros), representing 0.12% of the Company's net tangible assets as of June 30, 2024.
- Other conditions : -None -

### **2.5 Benefits from entering into the transaction**

To repay the loan from Delta Energy Systems (Germany) GmbH, a group subsidiary of the Company, thereby improving liquidity for the Group's overall management.

### **2.6 Opinion of the Managing Directors of Delta Electronics (Slovakia) s.r.o.**

The Managing Directors of Delta Electronics (Slovakia) s.r.o. has considered that entering into this transaction will be beneficial to the company and aligns with general commercial terms. The transaction is conducted under fair and reasonable conditions, ensuring that no undue transfer of benefits occurs. Therefore, the transaction has been approved.

The two related party transactions fall within the criteria requiring disclosure to the Stock Exchange of Thailand. However, the Company did not report them earlier because both

subsidiaries, which are private limited companies in Slovakia, had limited understanding of the disclosure requirements applicable to the parent company as a public company in Thailand. As a result, they did not report the transaction to the Company, preventing the Company from presenting them to the Board of Directors for approval and public disclosure.

#### The directors who are interested or connected persons

1. Mr. Cheng An
2. Mr. Ko Tzu-shing; and
3. Mr. Chang Tsai-hsing

#### The board of directors' opinions

The Board of Directors will consider ratifying the said related party transaction of the subsidiary at the Board of Directors' Meeting No. 3/2025 on 2 April 2025.

Following this incident, the Company has implemented control measures for all subsidiaries, requiring them to notify the Company in advance before entering into any transactions as follows:

- Acquisition and sale of assets
- Related party transactions: with major shareholders of the company and its subsidiaries
  - ✓ Lease or sublease of property with contracts not exceeding 3 years and without evidence of general commercial terms
  - ✓ Acquisition or sale of assets, rights to provide or receive services
  - ✓ Financial assistance transactions
- Mergers and acquisitions
- Changes in shareholder structure and shareholding proportions
- Significant legal disputes or operational impacts
- Major defaults on debt payments
- Changes in significant accounting policies

The Company has required all subsidiaries to submit a written request for approval through the regional management routing before starting any project in advance. Once approval is granted, they must notify the Company the project can be brought to the Company's meeting. The Company Secretary will regularly follow up on the availability of the information before presenting it as an agenda item for the Board's consideration.

Please be informed accordingly.

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Cheng An  
Director