

Information Memorandum of Beryl 8 Plus Public Company Limited
on the Acquisition of Assets (Schedule 2) and the Connected Transaction

1. Information Memorandum on the Acquisition of Assets (Schedule 1) and the Connected Transaction

Please see Information Memorandum of Beryl 8 Plus Public Company Limited on the Acquisition of Assets (Schedule 1) and the Connected Transaction in Enclosure 2 of the Notice to the Extraordinary General Meeting of Shareholders of the Company No. 1/2022.

2. Information as specified Schedule (2) of the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition or Disposition of Assets, B.E. 2547 (2004)

2.1 Responsibility of the Company's directors for information in the documents submitted to the shareholders

The Board of Directors of the Company will be responsible for the information contained in this Information Memorandum. In this regard, the authorized directors of the Company have carefully reviewed the information in this Information Memorandum and hereby certify that there is no false statement, no material fact which is necessary to be or to be specified in this Information Memorandum is omitted and there is no statement which will cause misunderstanding.

2.2 Report of the opinion of independent expert and qualification of the independent expert

2.2.1 Appraiser of Asset

-none-

2.2.2 Independent Financial Advisor

The Company has appointed WelCap Advisory Co., Ltd., which is a financial advisor who is on the list of the Office of the SEC approved, to be the independent financial advisor for having an opinion on the reasonableness, benefit and the fairness of the price and relevant conditions including the opinion of the passing a vote of the shareholders and reasons for the Purchase of X10's Ordinary Shares from XR Resource and Extend Resource Holding and the allocating of 14,594,374 newly issued ordinary shares, of the Company with par value of Baht 0.50 to Extend Resource Holding.

The Independent Financial Advisor does not hold shares in the Company and has no relationship with the Company. The Independent Financial Advisor consents to the publication of the Independent Financial Advisor Report dated 30 May 2022. The Independent Financial Advisor Report is in Enclosure 6 of the Notice to the Extraordinary General Meeting of Shareholders of the Company No. 1/2022.

2.3 Information of all liabilities of the Company at present and contingent liabilities

2.3.1 Total value of issued debt instruments and unissued debt instruments according to the shareholders' meeting which authorized the Board of Directors to consider issuing such debt instruments as deemed appropriate

-none-

2.3.2 Total term loans of the Company and assets used as collateral

-none-

2.3.3 Total other liabilities of the Company including overdraft and assets used as collateral

Loan types	Amount (MTHB)	Collateral
Trade payable and other payable	17.25	-None-
Lease	34.97	-None-
Deferred income	42.43	-None-
Tax payable	1.51	-None-
Other current liabilities	15.33	-None-
Other long-term employee benefits	24.20	-None-
Other non-current liabilities	2.31	-None-
Total	138.00	

2.3.4 Contingent liabilities

Details	Amount (MTHB)
Bank guarantee	42.44
Total	42.44

2.4 Summary of key information of the Company

2.4.1 Information in relation to the nature of business of the Company, the Company's Subsidiaries, and the Company's Associates

2.4.1.1 Characteristics of business operation

The Company is a digital transformation consulting firm with turnkey services. The Company works closely with its to implement innovation and digital technology to enhance clients' competitiveness. The Company emphasizes the importance of digital transformation because disruptions happen all the time, whether in a form of innovation, new business model or changes of consumers' behavior. Every organization has to

prioritize its customers. Thus, the Company provides Customer Relationship Management (“CRM”) and data analytics services using digital technologies.

The Company constantly improves its services to support needs in comprehensive digital transformation. With 12-year experience and more than 250 projects on both enterprises and SMEs, in different industries, the Company provides its services ranging from strategy consulting, technology consulting, big data & AI,, technology support service and digital capability building.

In addition, the Company has partnered with world-leading software providers, such as Salesforce, Google, MuleSoft, Tableau, Snowflake, Cloudera and Docusign, to give the best solution to its customers.

The services can be grouped as follows:

1. Strategy and Technology Consulting

The Company helps its customer in strategizing digital transformation process, implements and enhances organizations’ staffs according to plan. There are 3 categories as follows.

- a. Strategy Consulting
- b. Implementation
- c. Technology Capability Building

2. Technology Service

Technology Service consists of reselling software licenses from the Company’s reseller partners, including installation and maintenance afterward. There are 2 main categories as follows.

- a. License and Subscription
- b. Support and Maintenance, and Managed Service

2.4.1.2 Business Trend

Global and domestic IT expenditure

Gartner expects that the global IT expenditure in 2021 will be USD4.24 trillion, growing from last year of USD3.87 trillion, or equivalent to 9.5% growth. High growth IT expenditure categories are equipment, enterprise software and IT service which are expected to be USD0.80 trillion, USD0.60 trillion and USD1.19 trillion respectively, with growth from last year of 15.1%, 13.6% and 11.2% respectively. Despite having the highest expenditure of USD1.45 trillion, communication is expected to be the least growing category, with 3.9% growth rate.

Gartner also expects that the global IT expenditure in 2022 will be USD4.47 trillion or equivalent to 5.5% growth. The expenditure on enterprise software will have the highest growth rate at 11.5% with the value of USD0.67 trillion, majorly contributed by infrastructure software. The expenditure on equipment and communication service will have the lowest growth at 2.3% and 2.1% respectively, with the value of USD0.82 trillion and USD1.48 trillion respectively, due to adaptation to work from home or remote working.

Gartner's estimation on the global IT expenditure

<i>Unit: Million USD</i>	2020	Growth (%)	2021	Growth (%)	2022	Growth (%)
Data center	178,836	2.5	196,142	9.7	207,440	5.8
Enterprise software	529,028	9.1	600,895	13.6	669,819	11.5
Equipment	696,990	-1.5	801,970	15.1	820,756	2.3
IT service	1,071,281	1.7	1,191,347	11.2	1,293,857	8.6
Communication service	1,396,334	-1.5	1,451,284	3.9	1,482,324	2.1
Total IT expenditure	3,872,470	0.9	4,241,638	9.5	4,474,197	5.5

Source: Gartner (October 2021)

In addition, Gartner expects that the IT expenditure in Thailand in 2021 will be THB819.43 billion and in 2022 will be THB871.45 billion, or equivalent to 7.4% and 6.4% growth respectively. Even though communication service is the biggest IT expenditure in Thailand, but Gartner expects it to grow the least in both 2021 and 2022.

Expenditure on equipment grew the highest in 2021 at 21.7% growth due to equipment procurement, such as PC and laptop, due to adaptation to working from home. The expenditure on equipment, however, is expected to grow slower in 2022 at 9.0% growth rate. In 2022, enterprise software will grow the fastest at 14.8%, which is in line with global trend.

<i>Unit: Million THB</i>	2020	Growth (%)	2021	Growth (%)	2022	Growth (%)
Data center	19,432	-1.0	20,709	6.6	21,656	4.6
Enterprise software	457,77	12.6	53,480	16.8	61,381	14.8
Equipment	165,988	11.5	202,028	21.7	220,106	9.0
IT service	70,695	3.0	77,866	10.1	85,466	9.8
Communication service	461,241	14.6	465,345	0.9	482,844	3.8
Total IT expenditure	763,134	6.1	819,428	7.4	871,453	6.4

Source: Gartner (October 2021)

Comparing between global IT expenditure and IT expenditure in Thailand, in 2022, IT expenditure in Thailand, in overall, grow faster than that of global by 0.9% and grow faster in almost all categories except data center, which grows 5.8% globally and grows only 4.9% in Thailand.

Furthermore, enterprise software will grow at 14.8% rate comparing to global growth of 11.5% and expenditure on equipment and IT service will grow 9.0% and 9.8% respectively, comparing to those of global, which are 2.3% and 8.6% respectively.

The growth of IT expenditure in 2020 and 2021 did not come from technology shift, but it came from consumers' adaptation due to the pandemic. However, in 2022, organizations will implement more technology to enhance its work processes.

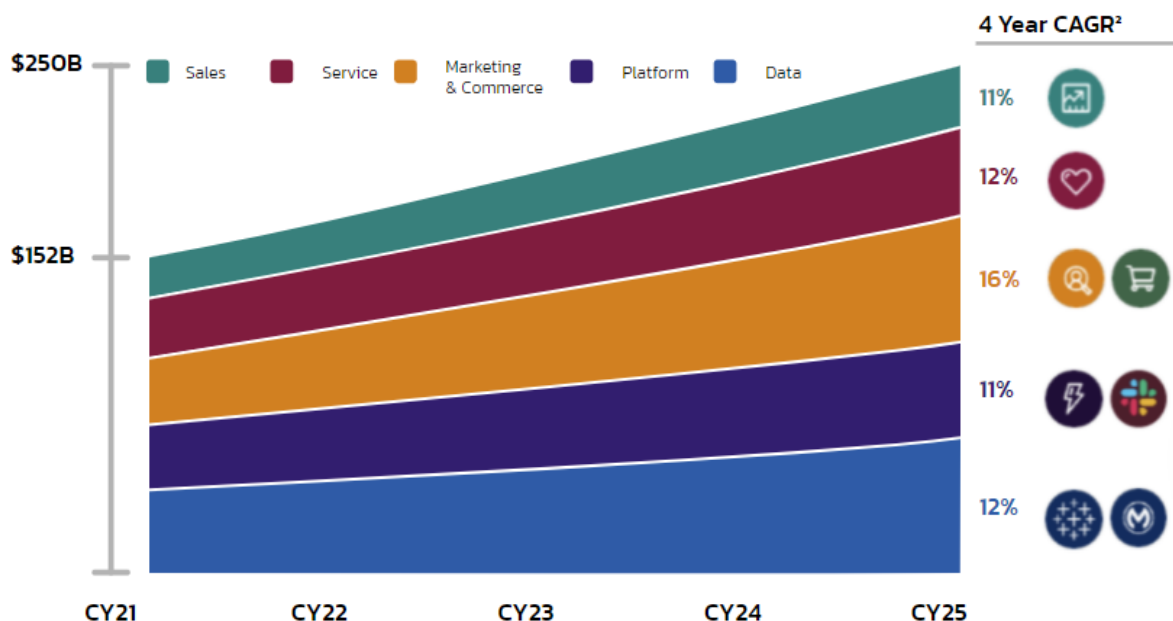
Cloud services

Frost & Sullivan expects that cloud services market will grow at a compounded average growth rate of 29% per year over 2018 – 2025 from THB5.3 billion to THB31.5 billion over the period. Frost & Sullivan expects cloud computing will disrupt business because it can assist in cost savings and reductions.

In addition, Frost & Sullivan also expects that Software-as-a-Service (“SaaS”) market will grow very fast, because it can reduce investment cost for organizations that wish to use the software. Frost & Sullivan expects SaaS market to grow to THB9.4 billion in 2022 with compounded average growth rate of 28% per year from 2018 – 2022. Software that is expected to grow fast is utilities, such as email, accounting software, payroll, document management, cloud storage and CRM.

Total Addressable Market (“TAM”) of Salesforce

Salesforce expects that the global TAM will grow from USD1.52 million in 2021 to USD250 million in 2025, or equivalent to compounded average growth rate of 13% per year, in which the APAC is expected to be the region that grows the fastest.



2.4.2 Summary of financial statements of the past three years and the current year until the latest quarter with description and analysis of financial position and operation results in the past year and the current year until the latest quarter, as well as risk factors which may affect the profit of the Company

2.4.2.1 Statements of financial position

	31 Dec 2019	31 Dec 2020	31 Dec 2021	31 Mar 2022
(Unit : MTHB)				
Assets				
Current Assets				
Cash and equivalent	27.79	5.93	301.35	253.86
Investments in fixed income fund	30.02	119.40	200.64	200.79
Bank deposit as a collateral	4.62	2.39	0.00	0.00
Trade and other receivables	25.81	17.71	74.94	86.24
Contract assets	69.66	51.17	61.68	80.25

(Unit : MTHB)	31 Dec 2019	31 Dec 2020	31 Dec 2021	31 Mar 2022
Advance payments for services	14.65	14.91	22.52	41.22
Other current assets	1.69	1.50	2.58	2.91
Total current assets	174.24	213.01	663.71	665.26
<u>Non-current assets</u>				
Restricted bank deposit	0.90	-	26.20	42.38
Leasehold improvement and equipment	19.92	16.07	13.12	13.87
Intangible assets	0.22	0.07	8.58	8.45
Deferred tax assets	3.11	12.15	13.51	14.06
Right-of-use assets	38.86	36.31	34.83	34.31
Other non-current assets	1.34	1.45	1.51	2.31
Total non-current assets	64.35	66.05	97.75	115.39
Total assets	238.59	279.06	761.46	780.65
<u>Liabilities and shareholders' equity</u>				
<u>Current liabilities</u>				
Trade and other payables	41.27	105.23	32.33	17.25
Current portion of lease liabilities	2.61	3.02	3.74	3.71
Contract liabilities	18.30	31.86	35.44	42.43
Income tax payable	-	0.04	1.42	1.51
Other current liabilities	4.87	6.85	12.82	15.33
Total current liabilities	67.05	147.00	85.75	80.23
<u>Non-current liabilities</u>				
Lease liabilities, net of current portion	35.01	33.02	31.69	31.26
Provision for long-term employee benefits	12.10	17.56	22.83	24.20
Other non-current liabilities	2.38	3.42	2.29	2.31
Total non-current liabilities	49.49	54.00	56.81	57.77
Total liabilities	116.54	201.00	142.56	138.00
<u>Shareholders' equity</u>				
Registered capital	33.50	34.66	100.00	100.00
Paid-up capital	33.50	34.66	100.00	100.00
Share premium	-	27.07	486.25	486.25
Retained earnings				

(Unit : MTHB)	31 Dec 2019	31 Dec 2020	31 Dec 2021	31 Mar 2022
- Appropriated-statutory reserve	3.37	3.36	7.61	7.61
- Unappropriated	85.18	12.98	24.87	48.66
Other components of shareholders' equity	-	(0.01)	0.17	0.13
Total shareholders' equity	122.05	78.06	618.90	642.65
Total liabilities and shareholders' equity	238.59	279.06	761.46	780.65

2.4.2.2 Statement of comprehensive income

(Unit : MTHB)	2019	2020	2021	Q1/2022
<u>Revenues</u>				
Revenue from sales and services	310.44	311.79	376.96	122.88
Other income	1.05	0.76	2.14	0.93
Total revenues	311.49	312.55	379.10	123.82
<u>Expenses</u>				
Cost of sales and services	(161.53)	(164.89)	(191.52)	(68.30)
Selling expenses	(29.70)	(31.89)	(44.12)	(12.54)
Administrative expenses	(53.37)	(57.86)	(57.12)	(18.91)
Expected Credit Loss	(1.77)	(41.33)	(2.20)	0.00
Total expenses	(246.37)	(295.97)	(294.96)	(99.75)
Operating profit	65.12	16.58	84.14	24.07
Finance cost	(2.71)	(1.98)	(1.94)	(0.35)
Profit before income tax	62.41	14.60	82.20	23.72
Income tax	1.85	9.04	(0.06)	0.07
Profit for the period	64.26	23.64	82.14	23.79
<u>Other comprehensive income</u>				
Other comprehensive income to be reclassified to profit or loss in subsequent periods	-	(0.01)	0.18	0.04
Other comprehensive income to be reclassified to profit or loss in subsequent periods	-	0.30	-	-
Total comprehensive income for the period	64.26	23.93	82.32	23.74

2.4.2.3 Statement of cashflow

(Unit : MTHB)	2019	2020	2021	Q1/2022
<u>Cash flows from operating activities</u>				
Profit before tax	62.41	14.60	82.20	23.72
<u>Adjustments to reconcile profit before tax to</u>				
Depreciation and amortization	7.34	6.97	7.44	2.17
Reversal allowance for expected credit losses	1.77	41.33	2.20	(0.01)
Gain on sales of investments in fixed income fund	-	(0.14)	(0.15)	-
Unrealized gain from measurement at fair value of investments in fixed income fund	(0.02)	(0.24)	(0.09)	(0.15)
Unrealized gain on exchange	0.19	-	(0.01)	-
Provision for decommissioning costs	0.03	0.02	-	-
Provision for long-term employee benefits	-	2.80	0.08	-
Interest income	(0.03)	0.25	(0.30)	(0.03)
Interest expenses	-	0.01	-	-
Unrealized gain on exchange	0.05	0.06	0.06	0.02
Provision for decommissioning costs	6.91	5.83	5.27	1.38
Provision for long-term employee benefits	(0.10)	(0.04)	(0.07)	(0.13)
Interest income	2.07	1.92	1.88	0.34
Profit from operating activities before changes in operating assets and liabilities	80.62	73.37	98.51	27.30
Operating assets (increase) decrease				
Trade and other receivables	33.00	(31.12)	(59.10)	(11.19)
Contract assets	(35.90)	16.27	(10.59)	(18.57)
Advance payments for services	(1.41)	(1.08)	(7.61)	(18.70)
Other current assets	(0.50)	0.17	(0.70)	(0.72)
Other non-current assets	0.78	(0.10)	(0.07)	(0.80)
Operating liabilities increase (decrease)				
Trade and other payables	4.56	(8.49)	(1.01)	(15.54)
Contract liabilities	(5.16)	13.96	3.58	6.99
Other current liabilities	(1.44)	2.19	5.97	2.51
Other current liabilities	-	-	(1.19)	-
Net cash used in operating activities before tax	74.55	65.17	27.79	(28.71)

(Unit : MTHB)	2019	2020	2021	Q1/2022
Tax payment	(0.75)	(0.03)	(0.43)	-
Net cash used in operating activities	73.80	65.14	27.36	(28.71)
<u>Cash flows from investing activities</u>				
Interest income	0.13	0.05	0.04	0.01
Purchases of investments in fixed income fund	(30.00)	(144.00)	(348.70)	-
Proceeds from sales of investments in fixed income fund	-	55.00	267.70	-
Decrease (increase) in restricted bank deposits	-	3.13	(23.81)	(16.18)
Acquisition of leasehold improvement and equipment	(6.24)	(1.39)	(0.19)	(0.99)
Increase in intangible assets	(0.16)	-	(8.84)	(0.22)
Proceeds from sales of equipment	0.15	0.03	0.18	-
Net cash from (used in) investing activities	(36.12)	(87.18)	(113.62)	(17.37)
<u>Cash flows from financing activities</u>				
Interest expenses	(2.07)	(1.92)	(1.88)	(0.34)
Capital increase	-	28.23	525.32	-
Dividend paid	(13.20)	(23.45)	(138.69)	-
Payment of principal portion of lease liabilities	(3.34)	(2.67)	(3.25)	(1.04)
Net cash used in financing activities	(18.61)	0.19	381.50	(1.38)
Translation adjustments	-	(0.01)	0.18	(0.04)
Net increase (decrease) in cash and cash equivalents	19.07	(21.86)	295.42	(47.50)
Cash and cash equivalents at beginning of period	8.72	27.79	5.93	301.35
Cash and cash equivalents at end of period	27.79	5.93	301.35	253.86

2.4.2.4 Operation overview

In Q1/2022, the Company and its subsidiaries have the revenue from sales and services of THB122.88 million, increasing from the same period of the last year for THB35.62 million or equivalent to 40.82% growth. The increase comes from the expansion of the customer base on strategy and technology consulting and licensing, especially from big projects at the end of 2021 and in Q1/2022.

In 2021, the Company and its subsidiaries have the revenue from sales and services of THB376.96 million, increasing from 2020 for THB65.17 million, or equivalent to 20.90% growth, has net profit of THB82.14 million, increasing from 2020 for THB58.50 million, or equivalent to 247.46% growth, and has net profit margin of 21.67%, which increase from 2020 for 14.11%. The increase majorly comes from sales of the Company's own-developed products, which have higher profit margins, and the Company had expected credit loss from a customer in 2020.

2.4.2.5 Financial position

Total assets

On 31 March 2022 and 31 December 2021, the Company and its subsidiaries have total assets of THB780.65 million and THB761.46 million respectively. The increase of THB19.19 million majorly comes from the increase in account receivables and other receivables of THB11.30 million, increase in contract assets of THB18.57 million and increase in deferred income of THB18.70 million, which are the result of increase in revenue from sales and services. Cash and equivalent decreases for THB47.49 million from working capital management and restricted deposit.

On 31 December 2021, the Company and its subsidiaries have total assets of THB761.46 million, increasing from 2020 for THB482.40 million. The increase majorly comes from the increase in cash and equivalents, which is the result of IPO proceeds of THB485.00 million. In addition, contract assets increase for THB10.15 million, account receivables and other receivables increase for THB57.23 million, deferred income increase for THB7.61 million, restricted deposits increase for THB26.20 million. Such increases are a result of revenue from sales and services. In addition, intangible assets increase for THB8.51 million from work-in-progress from product development.

Total liabilities

On 31 March 2022 and 31 December 2021, the Company and its subsidiaries have total liabilities of THB138.00 million and THB142.51 million respectively. The decrease of THB4.56 million majorly comes from the decrease in account payables and other payables of THB15.08 million, the increase of contract liabilities of THB6.99 million and the increase of other current liabilities of THB2.51 million.

On 31 December 2021, the Company and its subsidiaries have total liabilities of THB142.56 million, decreasing for THB58.44 million from 2020. The decreases mainly comes from the decrease in accrued dividends of THB72.70 million and the increase of provision for long-term employees' benefit of THB5.27 million.

Shareholders' equity

On 31 March 2022 and 31 December 2021, the Company and its subsidiaries have shareholders' equity of THB642.65 million and THB618.90 million respectively. The increase of THB23.75 million, or equivalent to 3.84% increase, is the result of operating profits.

On 31 December 2021, the Company and its subsidiaries have shareholders' equity of THB618.90 million, increasing from 2020 for THB540.84 million or equivalent to 692.85% increase. The increase mainly comes from the capital increase of THB40.34 million in June 2021 and THB25.00 million in October 2021, share premium of THB495.18 million from IPO, and operating profits of THB82.14 million. There is an interim dividend payment of THB66.00 million in the period.

2.4.2.6 Risk factors which may affect the profit of the Company

Referring to the expected credit loss from a customer in 2021, if such customer can comply to rehabilitation plan approved by the Central Bankruptcy Court, the Company, as a member of the group 10 creditor will receive all its receivable. The repayment will occur semi-annually according to the according to the table below. The approval date was 15 June 2021

Year	Principle	
	First half	Second half
1	-	-
2	-	-
3	-	12.50%
4	12.50%	12.50%
5	12.50%	12.50%
6	12.50%	12.50%
7	12.50%	

2.4.3 Current year financial projection, identifying commercial, economic and industrial assumptions and reviewed by the certified public accountant and opinion of the independent financial advisor

-None-

2.4.4 List of Board of Directors, executives and top 10 major shareholders as of 27 May 2022

Board of Directors

No.	Name	Position
1	Mr. Chatchaval Jiaravanon	Chairman of the Board of Directors
2	Mr. Apisek Tewinpagti	Chief Executive Officer, Director
3	Mr. Karn Punyacharoensin	Director
4	Miss Nithinart Sinthudeacha	Director
5	Mr. Sean Player Wolfman	Director
6	Mr. Vasin Srisukri	Director
7	Mr. Threekwan Bunnag	Independent Director, Chairman of the Audit Committee
8	Mr. Chatrapee Tantixalerm	Independent Director, Audit Committee
9	Mr. Udomsakdi Apichatthanapath	Independent Director, Audit Committee

List of Executives

No.	Name	Position
1	Mr. Apisek Tewinpagti	Chief Executive Officer
2	Mr. Vasin Srisukri	Chief Solution Sales Officer
3	Mr. Sean Player Wolfman	Chief Business Development Officer – International
4	Mrs. Supattra Simtharakaew	Chief Financial Officer

List of Shareholders

Rank	Name of shareholders	Shareholding Proportion	
		Number of shares	%
1	Mr. Apisek Tewinpagti	54,360,991	27.18
2	Miss Pimkarn Punyacharoensin	29,064,903	14.53
3	Mr. Sataporn Ngamruengphong	12,150,400	6.08
4	Miss Nithinart Sinthudeacha	10,777,141	5.36
5	Mr. Worawin Tewinpagti	10,409,693	5.20
6	Mr. Chatchaval Jiaravanon	8,250,208	4.13
7	Miss Amonlaya Phussaramalai	6,649,496	3.32
8	Salesforce Ventures LLC	5,000,116	2.50
9	Mr. Atthapol Sittipongtanakul	4,950,000	2.48
10	Mr. Vasin Srisukri	3,546,684	1.77
	Total	145,159,632	72.55

2.4.5 Other information which may have significant impact on the decision of investor

-none-

2.5 Opinion of the Board of Directors of the Company on the sufficiency of working capital

The Company will pay XR Resource and Extend Resource Holding with (1) 50,000,000 Baht to XR Resource and (2) 14,594,374 newly issued ordinary shares with 0.50 Baht par value at the price of 39.10 Baht per share, equivalent to 570,640,023.40 Baht to Extend Resource Holding.

The source case of 50,000,000 Baht came from IPO proceed, which has the following objectives.

Objectives	Amount (MTHB)
Invest in partnership or other business	not exceed 330.00
International expansion	not exceed 25.00
Product development	not exceed 25.00
Working capital	Remaining from above
Total	480.77

2.6 Pending material legal cases or claims

-None-

2.7 Interest or related transaction between the Company and subsidiaries and the directors, executives and shareholders who directly or indirectly hold 10% of shares or above and related business

Related party	Relationship	Transaction type	Value in 2021 (MTHB)	Value in Q1/2022 (MTHB)	Reasonableness
1. Kiddeepass Co., Ltd.	Miss Pimkarn Punyacharoensin (spouse of Mr. Apisek Tewinpagti) is a board member of and holds 15% shares in this company	Revenue	13.28	-	The Company entered a licensing agreement in 2017. The agreement is pay-per-use type, which is on an arm-length basis. The customer terminated the agreement in May 2021.
2. Science Engineering International Co., Ltd.	Mr. Karn Punyacharoensin is a board member of this company	Revenue Accrued revenue Deferred income	2.02 0.96 0.00	0.06 1.02 0.03	The Company entered a licensing agreement in 2019. The agreement is on an arm's length basis.
3. Frasers Property (Thailand) PCL	Mr. Chatchaval Jiaravanon is a board member in this company	Revenue Receivable Deferred income	1.02 0.18 0.13	0.09 - 0.04	The Company entered a licensing agreement in 2020. The agreement is on an arm's length basis. The ongoing transaction is MA services.

Related party	Relationship	Transaction type	Value in 2021 (MTHB)	Value in Q1/2022 (MTHB)	Reasonableness
4. Eco Industrial Services Co., Ltd.	A subsidiary of Frasers Property (Thailand) PCL	Revenue Receivable Deferred income	0.38 0.09 0.08	- - 0.08	The Company entered a licensing agreement in 2020. The agreement is on an arm's length basis. The ongoing transaction is MA services.
5. Frasers Property Industrial (Thailand) Co., Ltd.	A subsidiary of Frasers Property (Thailand) PCL	Revenue Receivable Deferred income	2.30 0.18 1.40	0.39 - 1.02	The Company entered a licensing agreement in 2020. The agreement is on an arm's length basis. The ongoing transaction is MA services
6. Frasers Property Industrial REIT Management (Thailand) Co., Ltd.	A subsidiary of Frasers Property (Thailand) PCL and Mr. Threekwan Bunnag is a board member of this company	Revenue Deferred income	0.08 0.08	0.02 0.05	The Company entered a licensing agreement in 2020. The agreement is on an arm's length basis.

Related party	Relationship	Transaction type	Value in 2021 (MTHB)	Value in Q1/2022 (MTHB)	Reasonableness
7. Beryl 8 Plus-Vietnam Company	A subsidiary of the Company	Revenue	5.65	1.17	The Company provides its services in Vietnam through this company. The profits are shared according to the Shared Service Agreement.
		Receivable	-	1.27	
		Deferred income	5.65	5.56	
		Other receivable	1.29	1.83	
		Other payable	0.00	0.00	
8. Beryl 8 Plus (Singapore) Pte. Ltd.	A subsidiary of the Company	Other receivable	0.14	0.14	The Company advanced some payment for this company because its was newly incorporated.

2.8 Summary of the key contracts in the past 2 years

Name	Tableau Reseller Agreement
Reseller	Beryl 8 Plus Public Company Limited
Counter party	Tableau Software, Inc. ("Tableau")
Terms	Dated 8 July 2020 with 1-year term and automatically renew for another 1 year if there is no party terminates the agreement 30 days prior to the expiration date.
Conditions	<ul style="list-style-type: none"> - Tableau grants the Company the right to market and resell Tableau's software license on a non-exclusive, non-transferable and no-sub-licensable basis - To order Tableau's products, the Company must submit an order form and Tableau must approved the form - Each party can use the other party's logo, service and trade name to advertise Tableau's products according to Tableau's policy - The Company must pay Tableau the license fee even though the Company cannot collect money from its customers, otherwise, the penalty rate of 1.5% per month shall be applied - Each party can terminate the agreement if there is a material breach by the other party and such breach is not remedied within 30 days from the notification. The agreement will be terminated 30 days after giving written notice.

Name	Genesys Master Partner Network Agreement
Reseller	Beryl 8 Plus Public Company Limited
Counter party	Genesys Cloud Services B.V.
Terms	Dated 29 November 2021 with 1-year term and automatically renew for another 1 year if there is no party terminates the agreement 90 days prior to the expiration date.
Conditions	<ul style="list-style-type: none"> - Genesys grants the Company the right to resell and support Genesys' products - Genesys grants the Company the right to use Genesys' platform to service and support the Company's customers

	<ul style="list-style-type: none"> - The Company can use Genesys' logos to advertise Genesys' products, but the Company should not mislead other party from what allowed by Genesys - Each party can terminate the agreement by giving the other party 90 days prior notice. The termination will cease all rights given under this agreement and the Company will have to pay unpaid amount on the termination date
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- 2.9 Proxy form for shareholder to choose casting the votes, together with appointing at least 1 member of the Audit Committee as a proxy holder of the shareholder

Proxy form A, B and C can be found in Enclosure 7 of the Notice to the Extraordinary General Meeting of Shareholders of the Company No. 1/2022.

3. Information as specified the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B.E. 2546 (2003)

- 3.1 Details of the Company

- 3.1.1 Brief information of the Company and its business operations

Please see Clause 2.4.1.

- 3.1.2 List of Board of Directors, executives and top 10 major shareholders as of the record date

Please see Clause 2.4.4.

- 3.1.3 Related transactions in the past year, current year until the latest quarter (if any)

Please see Clause 2.7.

- 3.1.4 Summary of financial statements of the past three years and the current year until the latest quarter (if any) with description and analysis of financial position and operation results in the past year and the current year until the latest quarter (if any)

Please see Clause 2.4.2.

- 3.1.5 Other information which may have significant impact on the decision of investor

-none-

- 3.2 Statement showing that connected persons and/or shareholders who have an interest are not entitled to vote, including the names and number of shares of the shareholders who are not entitled to vote

There is no director with conflict of interest. There is no shareholder with conflict of interest and not entitled to vote in the agenda approving the transaction in this meeting of the shareholders.

- 3.3 Appraisal of asset price by an independent appraiser in the case of acquisition or disposition of assets having fundamental significance in a form of asset value, such as immovable property

-None-

- 3.4 Opinion of the Independent Financial Advisor

Please see Clause 2.2.2.

- 3.5 Proxy form for shareholder to choose casting the votes, together with appointing at least 1 member of the Audit Committee as a proxy holder of the shareholder

Proxy form A, B and C can be found in Enclosure 7 of the Notice to the Extraordinary General Meeting of Shareholders of the Company No. 1/2022.

- 3.6 Opinion of the Board of Directors about a decision to enter into the connected transaction specifying reasonableness and the highest benefit to the Company compared to a decision to enter into the transaction with an independent third party

Please see Clause 12 of the Information Memorandum of Beryl 8 Plus Public Company Limited on the Acquisition of Assets (Schedule 1) and the Connected Transaction in Enclosure 2 of the Notice to the Extraordinary General Meeting of Shareholders of the Company No. 1/2022.

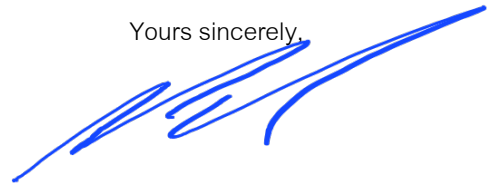
- 3.7 Opinion of the Audit Committee and/or directors which is different from the opinion of the Board of Directors under Clause 3.6

Please see Clause 13 of the Information Memorandum of Beryl 8 Plus Public Company Limited on the Acquisition of Assets (Schedule 1) and the Connected Transaction in Enclosure 2 of the Notice to the Extraordinary General Meeting of Shareholders of the Company No. 1/2022.

The Company's Board of Directors hereby certifies that the information contained in this Information Memorandum is correct, complete, true, and not misleading or no material information required was disregarded.

Please be informed accordingly.

Yours sincerely,

A handwritten signature in blue ink, consisting of several fluid, overlapping strokes that form a stylized representation of the name.

Beryl 8 Plus Public Company Limited

Mr. Apisek Tewinpagti

Chief Executive Officer