



TQR 005/082021

10 August 2021

Subject: Declaration of interim dividend payment and establishment of joint venture company

Attention: President
The Stock Exchange of Thailand

The Board of Directors' Meeting of TQR Public Company Limited (the "Company" or "TQR") No. 5/2021 held on 10 August, 2021 has passed the resolutions to approve the significant matters as follows:

1. Approved the interim dividend payment based on the operation from 1 January 2021 to 30 June 2021 to the shareholders of the Company at the rate of THB 0.165 per share for the total of 230,000,000 shares, totaling THB 37,950,000. The interim dividend payment would be made at the rate of 55 percent of the net profits after tax deduction and the Company would proceed with the withholding tax deduction from such interim dividend payment, which is in compliance with the Company's dividend policy which specifies that dividend payment shall be made at the rate of not less than 50 percent of the net profits after tax deduction and legal reserve as well as other reserves as determined by the Company. In this regard, the Company has set out the date on which the shareholders would be entitled to receive the interim dividend payment (Record Date) on 24 August 2021 and the interim dividend payment is scheduled to be paid on 8 September 2021.

2. Approved the establishment of joint venture company by jointly invest with Course Square Company Limited ("CSQ") the details of which are as follows:

Name of the joint venture company	R Square Company Limited
Establishment date	The establishment is expected to be completed and commence commercial operation within quarter 3 of 2021
Business type	To engage in the provision of service and development of technology for online learning solutions and face detection and face recognition systems.



Registered Capital	THB 3,000,000 divided into 30,000 shares with par value of THB 100 per share.	
Investment Structure	1. TQR Public Company Limited	55 percent
	2. Course Square Company Limited	45 percent
	(Not a connected person)	
Board of Directors	1. Mr. Chanaphan Piriyaphan (Representative from TQR)	
	2. Mr. Sittiporn Intuwonges (Representative from TQR)	
	3. Mr. Adison Wichiencharoen (Representative from CSQ)	
Registered Address	46/7 Rungrojthanakul Building, 8 th Floor, Ratchadapisek Road, Huaykwang Sub-District, Huaykwang District Bangkok 10310	
Source of Funds	Proceeds from the Initial Public Offering (IPO)	
Benefits that the Company would obtain	The Company would obtain benefits from joint provision of service and development of technology for online learning solutions and face detection and face recognition systems, resulting in an increase in revenue and profits of the Company.	

The investment in R Square Company Limited is considered an acquisition of assets according to the Notification of the Capital Market Supervisory Board No. TorChor. 20/2551 (2008) Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets (as amended) and 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 and Disposal of Assets B.E. 2547 (2004) (as amended) (the “**Notification on the Acquisition or Disposal of Assets**”), with the highest transaction value of 0.30 percent based on the total value of consideration basis calculated based on the reviewed financial statements of the Company for the 6 months period ended 30 June 2021. The Company has no asset acquisition transaction during the past 6 months prior to entering into this transaction. Therefore, the Company is not required to disclose the information memorandum to the Stock Exchange of Thailand under the Notification on the Acquisition or Disposal of Assets.

Furthermore, the entering into this transaction is not deemed as a connected transaction under the Notification of the Capital Market Supervisory Board No. TorChor. 21/2551 (2008) Re: Rules on Connected Transactions (as amended) and 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) (as amended).

Please be informed accordingly.

Yours Sincerely,

- *Chanaphan Piriayaphan* -

(Chanaphan Piriayaphan)
Chief Executive Officer