



LIGHT UP TOTAL SOLUTION PUBLIC COMPANY LIMITED  
1265 Rama 9 Road, Pattanakarn Subdistrict, Suan Luang District, Bangkok 10250  
Tel: 02 3742732

LTS. 011/2567

November 14, 2024

Topic: Notification of the acquisition of assets of Light Up Total Solution Public Company Limited regarding its subsidiaries to invest in the purchase of GPU. (edit)

Dear: Director and Manager of the Stock Exchange of Thailand

Enclosure: Information on the acquisition of assets of Light Up Total Solution Public Company Limited regarding its subsidiaries to invest in the purchase of GPU.

The Board of Directors Meeting of Light Up Total Solution Public Company Limited (the "Company") No. 8/2024 on November 14, 2024 approved the transaction of the acquisition of assets of Light Up Total Solution Public Company Limited regarding its subsidiary to invest in the purchase of 8 GPU machines, with a total asset value not exceeding 90 million baht, to be leased to CMKL University for data storage and artificial intelligence innovation services. (Artificial Intelligence: AI)

The transaction in the aforementioned project qualifies as an asset acquisition under the announcement of the Securities and Exchange Commission, Notification TJ 20/2551, regarding criteria for significant transactions that qualify as asset acquisition or disposal (as amended) and the announcement of the Stock Exchange of Thailand regarding the disclosure of information and operations of listed companies in asset acquisition or disposal. B.E. 2547 (collectively referred to as the "Acquisition or Disposal Announcement"), which, when calculating the transaction size of the aforementioned transaction using the total consideration value criterion based on the company's consolidated financial statements for Q3/2024 ending September 30, 2024, results in the highest transaction size of 19.53%. and when the company considers this transaction together with the size of the asset acquisition over the past 6 months, the highest threshold is the total value of consideration, which amounts to 19.53%. This makes the transaction fall under Type 2 transactions according to the announcement on acquisitions or disposals, meaning it is a transaction with a size greater than 15% but not exceeding 50%. Therefore, the company must prepare a report and disclose information about this transaction to the Stock Exchange of Thailand ("SET") and must send a circular to the company's shareholders within 21 days from the date of notifying the information to the Stock Exchange of Thailand ("SET") without needing to seek approval for the transaction from the company's shareholders' meeting.



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However, the above transaction is not classified as a connected transaction according to the Notification of the Capital Market Supervisory Board TJ. 20/2551. Re: Criteria for Connected Transactions (and as amended) and Notification of the Stock Exchange Board of Thailand on Disclosure of Information and Operations of Listed Companies in Connected Transactions, B.E. 2546 (2003) (and as amended)

Sincerely

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(Mr.Kittipong Vimolnoch)

Deputy Chief Executive Officer



## Information on the Acquisition of Assets of Light Up Total Solution

### Public Company Limited About the subsidiary to invest in the purchase of GPU

The Board of Directors Meeting of Light Up Total Solution Public Company Limited (the "Company") No. 8/2024 on November 14, 2024 approved the transaction of the acquisition of assets of Light Up Total Solution Public Company Limited. By Light Up AI Solutions Co., Ltd., which is a subsidiary, invested in purchasing 8 GPU machines with an asset value not exceeding 90 million baht to lease to CMKL University for data storage and artificial intelligence innovation services. (Artificial Intelligence: AI)

The transaction in the aforementioned project qualifies as an asset acquisition under the announcement of the Capital Market Supervisory Board No. Tor Jor. 20/2551 regarding the criteria for significant transactions that qualify as asset acquisitions or disposals (as amended) and the announcement of the Stock Exchange of Thailand regarding the disclosure of information and operations of listed companies in asset acquisitions or disposals.B.E. 2547 (collectively referred to as the "Asset Acquisition or Disposal Announcement"), which, when calculating the size of the transaction, Using the total compensation value criteria, based on the company's consolidated financial statements for the third quarter of 2024, ending on September 30, 2024, which is the criterion with the highest transaction size, equal to 19.53%. When the company considers this transaction along with the asset acquisition size in the past six months, the highest acquisition criterion is the total compensation value criterion, with a total transaction size equal to 19.53%. Therefore, this transaction falls under Type 2 transactions according to the announcement on acquisitions or disposals, meaning it is a transaction with a size greater than 15% but not exceeding 50%. Consequently, the company must prepare a report and disclose information about this transaction to the Stock Exchange of Thailand ("SET") and must send a circular to the company's shareholders within 21 days from the date of notifying the Stock Exchange of Thailand ("SET"). The details are as follows.

#### **1. Day, month, year of entering into the transaction**

Board of Directors meeting It was resolved to approve the transaction on November 14, 2024.



**2. Related parties and relationship with the company**

Buyer: Light Up AI Solution Company Limited.

Parties: The company is in the process of selecting a contracting party. If the contracting party is a related person, the company will comply with the related party transaction criteria.

**The relationship with Light Up Total Solution Public Company Limited:** It cannot be determined yet, as the company is in the process of selecting a contractor. If the contractor is a related party, the company will continue to follow the related party transaction criteria.

**3. General characteristics of the list and description of the acquired property.**

According to the contract for computer resource procurement and data storage services, there will be an investment in purchasing 8 GPU machines, with an investment value not exceeding 90 million baht, to be leased to CMKL University for data storage and artificial intelligence innovation services. (Artificial Intelligence: AI)

By the Company It is expected that the device will be delivered to customers within November-December 2024 and is expected to start providing services and realizing revenue. By the fourth quarter of 2024

**4. Item types and sizes**

The execution of the aforementioned transaction qualifies as an asset acquisition under the announcement regarding acquisitions or disposals, with the transaction size being 19.53%. This size is calculated based on the total consideration value criteria, referencing the company's consolidated financial statements for Q3/2024, ending September 30, 2024. The details of the transaction size calculation are as follows:

Criteria for calculating transaction size	Method of calculation	Size of the item (%)
1. Net asset value criteria		Cannot be calculated because the nature of the item does not qualify as an investment in another company.
2. Net profit margin from operations		Cannot be calculated because the nature of the item does not qualify as an investment in another company.
3. Total compensation value criteria <u>Value paid or received X 100</u> Total assets of the company	90,000,000 Baht x 100 / 460,836,821 Baht	19.53
4. Criteria for the value of equity shares issued for asset payment		Cannot be calculated because there are no shares issued to pay for the assets.



In addition, when combined with the size of this transaction and the size of asset acquisitions in the past 6 months, it amounts to 19.53%. This transaction size is greater than 15% but not exceeding 50%. Therefore, the company must prepare a report and disclose the information regarding this transaction to the Stock Exchange of Thailand as per the announcement on asset acquisition or disposal. The company must also send a circular to its shareholders within 21 days from the date of disclosing the transaction information to the Stock Exchange of Thailand.

**5. Total value of items / acquired assets**

The contract for computer resource procurement and data storage services will involve an investment in the purchase of 8 GPU machines, with a total investment not exceeding 90 million baht.

**6. Criteria used to determine investment value**

The value of the invested assets, 8 GPU machines, was determined through negotiations and bidding with partner companies.

**7. Expected Benefits**

Since Light Up AI Solutions Co., Ltd., which is a subsidiary of the company, has signed a contract for computer resource procurement and data storage services with CMKL University, it will support the future growth of the company's business in the field of information technology and artificial intelligence innovation. (Artificial Intelligence: AI)

**8. Sources of funds used for investment**

For this transaction, the company will use funds from its internal cash flow. The investment is not related to the funds the company received from its initial public offering. (IPO)

**9. Conditions for making a transaction**

Light Up AI Solutions Co., Ltd., which is a subsidiary of the company, purchased 8 GPU machines, paying the full amount and receiving 30 days of trade credit.

**10. The opinion of the board of directors**

The Board of Directors' Meeting No. 8/2024 on November 14, 2024 approved the investment transaction as reasonable and it is highly beneficial to the company as it is an investment project that enhances the company's business potential to meet technological demands, which will support the continuous growth of the business in the future.



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**11. The opinions of the audit committee and/or the company's directors that differ from the opinions of the company's directors**

None of the directors has an opinion that differs from the opinion of the Board of Directors as specified in Clause 10.

**12. The responsibility of the board of directors regarding the information in the documents sent to shareholders.**

The company's board of directors has carefully reviewed the information in this report and certifies that the information in this report is accurate, complete, free of false statements, and does not omit any material facts that are necessary to include or specify, nor does it contain any statements that could mislead shareholders on material matters.