

Intercompany Transactions within the Group Policy

1. Principles and Rationale

The Company has established that transactions within the Group, including the purchase and sale of goods, provision and receipt of services, lease and rental of assets, and lending and borrowing, shall be conducted using pricing and commercial terms equivalent to those applied to general customers or suppliers, or under normal commercial terms. Accordingly, this policy is established to govern intercompany transactions within the Group.

2. Definitions

“Group” means the Company and/or its subsidiaries

“Provision and receipt of management services” means the provision and receipt of management services within the Group

“Purchase and sale of goods” means business transactions relating to goods within the Group

“Purchase and sale of assets” means business transactions relating to assets used within the Group

“Lease/rental” means the leasing of real estate or movable assets for use within the Group, whereby the lessor receives consideration from the Group based on agreed terms

3. Intercompany Transactions within the Group Policy

3.1 Provision and Receipt of Management Services

Management service fees: Ornsirin Holding Public Company Limited (the “Company”), as the parent company, provides management services to its subsidiaries. These services include management and technical support at the Group level, covering activities aligned with the Group’s organizational structure, as detailed below.

3.1.1 Group-level services include:

- Treasury services: management of bank accounts, financial management, working capital advisory, sourcing of funding, issuance of guarantees, and related matters

- Risk management: insurance programs, risk management planning and policies, fraud prevention, and business impact analysis

- Information technology: development of IT infrastructure, network systems, communication systems, procurement coordination for hardware and software, as well as telephone systems, websites, and related systems

3.1.2 Business solution services include:

- Management services: business management and development, financial planning and analysis, coordination planning both domestically and internationally, investment planning, preparation of financial reports, and analysis of operating results and financial position for Group management

- Sales management: brand development and management, cost allocation, sales planning, sales policy setting, sales analysis, and preparation of analytical reports

- Business development and product development: preparation of marketing plans to support sales, licensing processes, and preparation of marketing analysis reports

Service fees charged to subsidiaries are calculated as a percentage, as specified in the policy, of the remaining project value of each project of each subsidiary. Such fees are charged monthly on a straight-line basis, by applying the specified percentage to the remaining project value (separated by year for each project of each subsidiary) and converting the result into a monthly service fee in accordance with the formula below.

3.1	$\text{Monthly service fee per subsidiary} = \text{Remaining project value (by year) for each project of each subsidiary} \times 4\% \div 12$
-----	---

For Global Wealth Plus Co., Ltd., a subsidiary, management service fees are charged monthly at a rate of Baht 5,000 per month.

3.2 Purchase and sale of goods

Pricing is based on the cost of goods provided by the seller’s accounting department, plus a margin, in accordance with normal commercial principles comparable to transactions with external parties, market prices, and general commercial terms. Such transactions may include the sale and purchase of houses and condominium units.

3.3 Purchase and sale of assets

Divided into two cases:

3.3.1 Within the same company:

If assets are used across projects within the same company, asset transfer documents shall be prepared as internal usage transfers, with depreciation allocated from the owning project to the borrowing project. Upon completion of use, the asset shall be returned.

3.3.2 Between companies:

If assets are transferred between companies, purchase and sale documentation must be prepared. Pricing shall be based on the asset’s cost as recorded by the seller’s accounting department, using book value to avoid transfer pricing issues. Such transactions may include furniture, office equipment, and vehicles within the Group.

3.4 Lease / rental of assets

Pricing shall be based on current market rates, supported by at least three comparable quotations or an independent appraiser approved by the Securities and Exchange Commission, or determined based on management-approved criteria. Examples include:

3.4.1 Ornsirin Property Co., Ltd. (subsidiary) leases assets to Ornsirin Holding Public Company Limited (parent company) based on independent appraiser valuations approved by the SEC, with annual renewable contracts

3.4.2 Lease of advertising signage within the Group, based on independent appraiser valuations approved by the SEC

3.4.3 Other intercompany lease transactions

3.5 Lending and borrowing

Intercompany lending and borrowing shall follow the Company's funding policy:

Internal funding (no external financing):

Interest rates shall be based on fixed deposit rates (24-month term) of commercial banks, using the lowest rate, based on the average of five commercial banks in Thailand

External funding:

For funding sourced externally (e.g., overdrafts, promissory notes, long-term loans), intercompany interest rates shall be based on the weighted average borrowing rate, reviewed at least annually

Effective from 15 March 2025 onwards.