



Nation International Edutainment Public Co., Ltd.

บริษัท เนชั่น อินเตอร์เนชั่นแนล เอ็ดดูเทนเมนท์ จำกัด (มหาชน)

เลขที่ 333 อาคารไลฟ์มิงค์วัน 1 ชั้น 24 ซอยเดย์พวง ถนนวิภาวดีรังสิต แขวงจอบพล เขตจตุจักร กรุงเทพฯ 10900

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30 August 2021

Subject: Incorporation of a joint venture company

Attention: The President
The Stock Exchange of Thailand (SET)

Nation International Edutainment Public Company Limited (the "**Company**") would like to inform you that on 30 August 2021, the Company, RS Public Company Limited ("**RS**") and Plan B Media Public Company Limited ("**PLANB**") jointly incorporated a joint venture company, namely RSPlanB Co., Ltd. (the "**JV Co**"). The transaction details are as follows:

Name of the JV Co	RsPlanB Co., Ltd.
Registered capital	THB50 million, divided into 500,000 ordinary shares, with a par value of THB100 per share
Shareholding structure:	The Company, RS and PLANB hold 10%, 51% and 39% respectively.
Nature of business:	Marketing and distribution of goods
Board of Directors:	6 directors without the director nominated by the Company
Source of fund	The Company's working capital
Connected nature	The Company has no relationship with RS and PLANB in manner that would render the incorporation of the JV Co as a connected transaction.
Value of transaction	The value of the transaction from the incorporation of the JV Co based on the total value of consideration basis is 1.21% (calculated based on the consolidated financial statement ended 30 June 2021), which gives the highest transaction value, and the Company has no other acquisition transaction within the past 6 months. The Company, therefore, is not required to disclose the information memorandum according to the Notification of the Capital Market Supervisory Board No. TorChor. 20/2551 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 Disposition of Assets B.E. 2547 (2004) (as amended)

Please be informed accordingly.

Sincerely yours,

Mr. Voraphot Chanyakomol
Chief Financial Officer