

COMPUTER FORMS (MALAYSIA) BERHAD (“CFM” OR “THE COMPANY”)

– JOINT VENTURE AGREEMENT ENTERED INTO BETWEEN CFM AND EA MOBILITY HOLDING CO. LTD.

Reference is made to the Company’s announcements made on 26 September 2022, 29 September 2022, 30 September 2022 and 3 January 2023 respectively in relation to the HOA (“Announcements”). The definitions used in this announcement shall have the same meanings as that used in the Announcements, unless stated otherwise.

1. INTRODUCTION

The Board of Directors of CFM (“Board”) wishes to announce that the Company had on 5 January 2023 entered into a Joint Venture Agreement with EA Mobility Holding Co. Ltd. (“EA Mobility Holding”) to set out the Parties’ respective rights, duties and obligations with respect to the JVCO established for the purpose of conducting business across Malaysia, including but not limited to selling, distribution, assembling and production of electric vehicles, transports and related accessories and infrastructures which shall include products known as E-bus, E-truck, E-ferry and electric vehicle charger via the JVCO (“Joint Venture Agreement”) (“Proposed Joint Venture”).

2. INFORMATION OF EA MOBILITY HOLDING

EA Mobility Holding is a company registered in Thailand with its registered head office at No. 89, AIA Capital Center Building, 16th Floor, Ratchadaphisek Road, Din Daeng Sub-district, Din Daeng District, Bangkok 10400, Thailand.

EA Mobility Holding commenced its business on 29 August 2014 and is an investment holding company.

The Directors of EA Mobility Holding are Somphote Ahunai, Amorn Saphaweekul, Vasu Klomkliang and Supaporn Ahunai. The major shareholder of EA Mobility Holding is Energy Absolute Public Company Limited (“EAPCL”) which holds 99.99% of the equity interest of EA Mobility Holding.

3. INFORMATION OF EAPCL

EAPCL commenced its business on 27 March 2008 and is a leading energy solutions and electric vehicle ecosystem publicly listed company in Thailand which holds one of largest market shares in terms of the electric commercial vehicles as well as electric vehicle charging infrastructure.

The Directors of EAPCL are Somchainuk Engtrakul, Somphote Ahunai, Amorn Saphaweekul, Wutthilerd Chiannilkulchai, Sutham Songsiri, Chainan Thumasujarit, Bravochat Chatchai, Pol.Gen.Patcharavat Wongsuwan, Somboon Ahunai, Amornsuk Noparumpa and Somphop Keerasuntonpong.

The major shareholders of EAPCL are Somphote Ahunai and his family which hold 43.49% of the equity interest of EAPCL.

4. DETAILS OF THE JOINT VENTURE AGREEMENT

4.1 Business of the JVCO

The JVCO shall be in the business of selling, distribution, assembling and production of electric vehicles, transports and related accessories and infrastructures which shall include products known as E-bus, E-truck, E-ferry, and electric vehicle charger, and other businesses as from time to time agreed by the Parties.

4.2 Intended Issued Share Capital of the JVCO

The intended issued share capital of the JVCO shall be RM12,500,000 comprise 12,500,000 ordinary shares and the proportion of shareholdings in the JVCO of the Parties shall be as follows:

	Number of ordinary shares	Issued share capital (RM)	% of equity interest
CFM	6,250,000	6,250,000.00	50.0
EA Mobility Holding	6,250,000	6,250,000.00	50.0
Total	12,500,000	12,500,000.00	100.0

4.3 Composition of the Board of Directors of the JVCO

The Board of Directors of the JVCO shall comprise six (6) Directors, consisting of three (3) Directors to be nominated by CFM and three (3) Directors to be nominated by EA Mobility Holding.

5. SOURCE OF FUNDS

CFM will fund its investment in the JVCO through its internally generated funds and/or bank borrowings, the proportion of which will be determined at a later date.

6. RATIONALE

CFM recognises that new opportunities emerge in the electric vehicle industry. The Proposed Joint Venture will allow the Group to diversify into the electric vehicle industry which is expected to provide sustainable income stream in addition to the Group's current income stream.

7. RISK FACTORS

The Proposed Joint Venture is subject to the terms and conditions of the Joint Venture Agreement. There is no assurance that the Proposed Joint Venture will not be exposed to risks such as termination of the Joint Venture Agreement and the economic risk, operational risks and inherent business risk in the industry which the Group is already involved in.

8. FINANCIAL EFFECTS

The Proposed Joint Venture has no material effect on the issued share capital and substantial shareholders' shareholdings of the Company.

The Proposed Joint Venture is also not expected to have any material effect on the earnings per share, gearing and net assets of the Company for the financial year ending 30 March 2023.

9. ESTIMATED TIMEFRAME FOR COMPLETION

The Proposed Joint Venture is expected to be completed by the first quarter of 2023.

10. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED TO THEM

None of the Directors, major shareholders and/or persons connected to them has any interest, whether direct or indirect, in the Proposed Joint Venture.

11. APPROVALS REQUIRED FOR THE PROPOSED JOINT VENTURE

The Proposed Joint Venture does not require the approval from the shareholders of the Company or any relevant authorities.

12. STATEMENT BY DIRECTORS

The Board, after having considered all aspects of the Proposed Joint Venture, including but not limited to the rationale, salient terms of the Joint Venture Agreement, risk factors, and the financial effects of the Proposed Joint Venture, is of the opinion that the Proposed Joint Venture is in the best interest of the Company.

13. DOCUMENT FOR INSPECTION

The Joint Venture Agreement will be made available for inspection at the registered office of the Company at Third Floor, No. 77, 79 & 81, Jalan SS 21/60, Damansara Utama, 47400 Petaling Jaya, Selangor Darul Ehsan during normal business hours (except public holidays) for a period of three (3) months from the date of this announcement.

This announcement is dated 5 January 2023.