

(TRANSLATION)

NO. 045/2017

March 14, 2017

Subject : 1. Informing the Dividend Payment , Fixing the Annual General Meeting of the Shareholders No. 66 and the disclosure date of distributing Notice of the General Meeting to Shareholders.

2. Report on approve the extension of the credit guarantee to transcosmos (Thailand) Company Limited in the amount of Baht 9,000,000 to transcosmos inc.

3. Report on approve the extension of the credit guarantee to Saha Tokyu Corporation Company Limited in the amount of Baht 84,000,000 to TOKYU CORPORATION

To : The Managing Director
The Stock Exchange of Thailand

According to the resolution of the Board of Directors of Saha Pathanapibul Public Company Limited meeting No. 11 (Board 23) held on March 14, 2017 the details are as follows :

1. Dividend payment at Baht 1.30 per share said dividend payments are to be drawn from the company's retained earning already subject to 30% corporate income tax and fix the payment date on Tuesday, May 23, 2017 and propose to the Annual General Meeting of Shareholders for approval.

2. Directors who are retired by rotation in the Annual General Meeting of Shareholders No. 66, there are 5 persons as follow :

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|----------------------|--------------|--|
| 1. Mr. Boonpakorn | Chokvathana | Vice Chairman |
| 2. Mr. Vathit | Chokwatana | Vice President |
| 3. Mr. Boonyarith | Mahamontri | Director |
| 4. Mr. Khachornsakdi | Vanaratseath | Independent Director / Chairman of Audit Committee |
| 5. Mr. Wasin | Teyateeti | Independent Director / Audit Committee |

The Board of Directors, excluding the Directors who are nominated persons, has resolution to approve 5 persons to be the Directors of the company for another term and propose to the Annual General Meeting of shareholders for approval.

3. To fix the Record Date on March 28, 2017 for the rights of shareholders to attend the Annual General Meeting of the Shareholders No. 66 and collect the name list according to Article 225 of Securities and Exchange Act by closure of the registered book on March 29, 2017.

4. To fix the Record Date on May 8, 2017 for the rights of shareholders to receive dividend and collect the name list according to Article 225 of Securities and Exchange Act by closure of the registered book on May 9, 2017.

5. To fix the Annual General Meeting of Shareholders No. 66 on Monday, April 24, 2017 at 10.00 a.m. at Chao Praya 2, Montien Riverside Hotel, No.372 Rama 3 Road, Kwaeng Bangklo, Khet Bangkoleam, Bangkok 10120 to consider the following agenda :

- (1) To certify the Annual General Meeting of Shareholders No. 65 on April 25, 2016.
- (2) To acknowledge the report of the Board of Directors for the previous year.
- (3) To approve the financial statements as at December 31, 2016.
- (4) To approve the profit allocation and dividend payment.
- (5) To consider the election of the Board of Director in replacement of those who are retired by rotation.
- (6) To consider the Board of Director's remuneration.
- (7) To appoint the Company's auditor and to consider the auditor fees.
- (8) Other business (if any)

The company has earlier provided the opportunity for shareholders to propose agenda and/or to nominate candidates to be elected as Directors at the Annual General Meeting of Shareholders 2017, during the period of December 1 to 30, 2016. However, it turned out that there was no shareholder who proposed meeting agenda and/or nominate candidates to be elected as company directors.

The company shall disseminate the meeting invitation letter for the Annual General Meeting of the Shareholders No. 66, including the documents of the general meeting of Shareholders , both in Thai and English, via the company website (www.sahapat.co.th) under the heading "Investor Relations", accessible from March 17, 2017 onward. Whereas the actual meeting invitation letter and the attached documents shall be delivered to the Shareholders via registered mail, according to the Shareholders' names appearing on the Shareholder's Register Book at the closing date on March 29, 2017, to entitle them to attend the Annual General Meeting of the Shareholders No. 66

6. Report on approve the extension of the credit guarantee to transcosmos (Thailand) Company Limited in the amount of Baht 9,000,000 to transcosmos inc., the details are as follows;

1. Transaction date : Within March 2017
2. Parties involved
 - Guarantee providing party : Saha Pathanapibul Public Company Limited
 - Guarantee requesting party : transcosmos (Thailand) Company Limited
3. Transaction general description : To provide the financial assistance based on shareholdings proportion by providing the credit guarantee to connected persons based on proportion. The company shareholdings 9% of transcosmos (Thailand) Company Limited

4. The details of transaction
 - Company requesting guarantee : transcosmos (Thailand) Company Limited
 - Guarantee amount : Baht 9,000,000 to transcosmos inc. (JAPAN) based on proportion of investment with guarantee period of one year starting March 16, 2017

5. Details on relationship nature of connected parties : Co - major shareholders

1. Saha Pathana Inter-Holdiing PLC.: Shareholding 20.00% in Saha Pathanapibul PLC. and 9.00% in transcosmos (Thailand) Co.,Ltd
2. I.C.C. International PLC. : Shareholding 10.19% in Saha Pathanapibul PLC. and 9.00% in transcosmos (Thailand) Co.,Ltd

6. Objectives guarantees : Operating under the joint venture agreement

7. Interested Director : - None –

8. Opinions by The Audit Committee and/or Director significantly different from those by The Board of Directors : - None –

9. Transaction volume : This transaction is considered to be a related

transactions of listed company prescribed in the Notification of the Capital Market Commission in category of related transactions as the financial support which the financial support on the shareholding proportion, this transaction must be approved by the Board of Directors and disclosed to the Stock Exchange of Thailand but not to be approved by the meeting of shareholders.

7. Report on approve the extension of the credit guarantee to Saha Tokyu Corporation Company Limited in the amount of Baht 84,000,000 to TOKYU CORPORATION, the details are as follows;
1. Transaction date : Within March 2017
 2. Parties involved
 - Guarantee providing party : Saha Pathanapibul Public Company Limited
 - Guarantee requesting party : Saha Tokyu Corporation Company Limited
 3. Transaction general description : To provide the financial assistance based on shareholdings proportion by providing the credit guarantee to connected persons based on proportion. The company shareholdings 12% of Saha Tokyu Corporation Company Limited
 4. The details of transaction
 - Company requesting guarantee : Saha Tokyu Corporation Co.,Ltd
 - Value of Guarantee : Baht 84,000,000 with shareholding proportion in Saha Tokyu Corporation Co.,Ltd to TOKYU CORPORATION (JAPAN) which extended credit term for another 2 months from April 1, 2017 to May 31, 2017
 5. Details on relationship nature of connected parties : Co - major shareholders
 1. Saha Pathana Inter-Holdiing PLC.: Shareholding 20.00% in Saha Pathanapibul PLC. and 20.00% in Saha Tokyu Corporation Co.,Ltd
 2. I.C.C. International PLC. : Shareholding 10.19% in Saha Pathanapibul PLC. and 12.00% in Saha Tokyu Corporation Co.,Ltd
 6. The purpose of transaction : Operating under the joint venture agreement
 7. Interested Director : Left the meeting and no vote
 8. Opinion by The Audit Committee and/or Director significantly different from those by The Board of Directors : - NONE –

9. Transaction volume

This transaction is considered to be a related transaction of listed company prescribed in the Notification of the Capital Market Commission in category of related transactions as the financial support which the financial support on the shareholding proportion, this transaction must be approved by the Board of Directors and disclosed to the Stock Exchange of Thailand but not to be approved by the meeting of Shareholders.

Please acknowledge accordingly,

Yours Sincerely,

(Mrs. Pasook Raksawonkse , Mr. Vathit Chokwatana)

Directors