

No 211/2016

December 15, 2016.

Subject : Approval to buy the ordinary shares of Sahacogen (Chonburi) Public Company Limited
Attention : The Managing Director
The Stock Exchange of Thailand

The Meeting of the Board of Directors of Saha Pathanapibul Public Company Limited at the meeting # 8 (Board # 23), held on December 15, 2016, resolved to approve the company to buy the ordinary shares of Sahacogen (Chonburi) Public Company Limited from Champ Ace Company Limited through the Stock Exchange of Thailand (Big Lot transaction) at the amount of 4,000,000 shares in the market price totaling Baht 19,520,000 (the closing market price on November 25, 2016 = Baht 4.88 per share) with details as follows

1. Transaction date : Within December 2016.
2. Transaction general description : Buying ordinary shares of Sahacogen (Chonburi) Public Company Limited
3. Related Parties
 - Buyer : Saha Pathanapibul Public Company Limited
 - Seller : Champ Ace Company Limited
4. Details on relationship nature of connected parties : Co – major shareholders
 1. Saha Pathana Inter-holding : Current shareholding 20.00% in Saha
Public Company Limited Pathanapibul Public Company Limited and
22.50% in Champ Ace Company Limited
 2. I.C.C. International : Current shareholding 10.19% in Saha
Public Company Limited Pathanapibul Public Company Limited and
12.50% in Champ Ace Company Limited
5. Details of Property Acquired : Ordinary shares of Sahacogen (Chonburi) Public Company Limited
 - The nature of its business : Producer and distributor of electricity and water vapour
 - Registered capital : Baht 955,000,000 divided into 955,000,000
ordinary shares Baht 1 each
 - Number of purchased shares : 4,000,000 shares
 - Purchasing price per share : approximately 4.88 Baht

6. Proportion of Investment
 - Shareholding ratio before acquiring : 70,624,730 ordinary shares equal to 7.40% of the issued and paid up share capital
 - Shareholding ratio after acquiring : 74,624,730 ordinary shares equal to 7.81% of the issued and paid up share capital
7. Totaling Return : 4,000,000 ordinary shares of Sahacogen (Chonburi) Public Company Limited amounting to Baht 19,520,000 (at the average price Baht 4.88 per share of the closing market price on November 25, 2016) through the Stock Exchange of Thailand
8. Objective of Purchase : To increase the proportion of investment as this company has been well established with good performance.
9. The sources of fund : Company's working capital
10. Expected benefits : Dividend payment
11. Opinion by the Audit Committee and/or Director significantly different from those by the Board of Directors : -NONE-
12. Transaction volume

This size of transaction is considered to be a transaction of listed company prescribed in the notification of the board of Governors of the Stock Exchange of Thailand in category of connected transactions as the category of assets or services transaction. This transaction has a value more than 1 Million Baht but less than 20 Million Baht or more than 0.03% but less than 3% of NTA whichever is higher 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. This transaction size is not under the rules regarding acquisition or disposal of assets having significant value for listed companies.

Please acknowledge accordingly,

Yours Sincerely,

(Mr. Vathit Chokwatana , Mrs. Pasook Raksawonkse)

Directors