

No. PP.200/2017

11 August 2017

Subject : Increase of the proportion of investment in the affiliate company.  
To : Director and Manager,  
The Stock Exchange of Thailand.

We, Property Perfect Public Company Limited (the “Company” or “PF”), wish to notify the resolution of the Board of Directors Meeting of the Company No. 6/2017, held on 10 August 2017 which had resolved to approve for the increase of the proportion of investment in T Utilities Company Limited (“TU”) (“Affiliate Company”) by purchasing the ordinary shares of TU from Mr. Nantaphol Phatphongphanich with the details as follows:

### 1. Related Parties and Relationship with Listed Company

Buyer : Property Perfect Public Company Limited  
Seller : Mr. Nantaphol Phatphongphanich  
Relationship between the Parties : The Buyer and the Seller are not the connected persons in accordance with the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551, Re: Rules on Connected Transactions and the Notification of the Board of Directors of the Stock Exchange of Thailand Re: Disclosure of Information and Actions of Listed Company on Connected Transactions B.E. 2546.

### 2. General Characteristics of Transaction

According to Property Perfect Public Company Limited had jointly invested in T Utilities Company Limited at the proportion of 40% with SCI Electric Public Company Limited (“SCI”) at the proportion of 40% and another shareholder at the proportion of 20%. At present, TU has the registered capital of 75 Million Baht, whereby the registered capital of 15 Million Baht had been fully paid-up at 10 Baht per share, totaling 15 Million Baht, and the another registered capital of 60 Million Baht had been paid-up at 2.50 Baht per share, totaling 15 Million Baht. Therefore, TU has the registered capital which had been currently paid-up in the total amount of 30 Million Baht.

The Board of Directors Meeting of the Company No. 6/2017, had resolved for the Company to increase the proportion of investment in TU from the existing proportion 40% to 45%, whereby the Company will purchase the 375,000 ordinary shares of TU from Mr. Nantaphol Phatphongphanich, as the another shareholder, with the par value of 10 Baht per share, being the proportion of 5% of the total registered capital of TU, at the price of 2.50 Baht per share, totaling of 937,500 Baht which is in accordance with the value of shares of TU paid by Mr. Nantaphol Phatphongphanich. The Company will

purchase the said shares after obtaining the approval from the Board of Directors Meeting of the Company and will pay the entire consideration on the date of ownership transfer of the said purchased shares.

3. **Criteria for determining the Value of Consideration:** It is the price which had been negotiated by the relevant parties.
4. **Source of Fund:** Working capital of the Company.
5. **General information of TU**

1) **Characteristic of Business:** TU invests in other companies or projects related to public utilities (Holding Company) such as the electric generating businesses and the water utility projects, etc.

2) **Details of the capital of TU**

<b>Registered capital</b>	75 Million Baht
<b>Number of shares</b>	7,500,000 shares
<b>Par value</b>	10 Baht per share
<b>Paid up capital</b>	30 Million Baht

3) **Shareholders structure**

List of Shareholders	Shareholding proportion	
	Before the changes	After the changes
1. Property Perfect Plc. (“PF”)	40%	45%
2. SCI Electric Plc. (“SCI”)	40%	45%
3. Mr. Nantaphol Phatphongphanich	20%	10%

This transaction is not a connected transaction and the size of transaction is not categorized as a significant one of an acquisition or disposal of assets under the Notification of the Capital Market Supervisory Board and Notification of the Board of Directors of the Stock Exchange of Thailand. But this report is for the adjustment of the investment structure with the proportion of investment from 10 percent of the paid-up capital of the affiliate company.

Please be informed accordingly.

Sincerely yours,



Mr. Chainid Adhyanasakul  
Chief Executive Officer