

- Translation -

No. SGP/SET -152

February 22, 2018

Subject Establishment of new Joint Ventures
Re President
The Stock Exchange of Thailand

Siamgas and Petrochemicals Public Company Limited (“Company”) would like to inform that the Board of Directors’ Meeting No. 4/2017, held on October 18, 2017 has passed the resolution to set up new joint ventures as follow: 1) TSM Company Limited (“TSM”) with 33% shareholding proportion 2) Asiatech Infrastructure Company Pte. Ltd. (“AIC”) with 33% shareholding proportion and 3) Southern Myanmar Development Company Limited (“SMD”) with 33% shareholding proportion. The investment value will be approximately USD 2.5 million (equivalent to Baht 78.80 million with currency exchange rate from Bank of Thailand as at Feb. 20, 2018 is USD 1 equal to baht 31.5985) and will invest in Diesel Power plant in Myanmar. The project will be invested by Siamgas Power Pte. Ltd. (“SPW”) a 100% Company owned subsidiary and registered in Singapore. SPW has completed establishment process.

The transaction size is not comply with rules and regulation under the Notification of the Capital Market Supervisory Commission No. Tor Chor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets and the Notification of the Stock Exchange of Thailand (SET) Re: Disclosure of Information concerning the acquisition and Disposal of Assetsof Listed Companies B.E. 2547. The transaction size is equal to 0.25% when calculated on the value of consideration method by using the consolidated Financial statement as of December 31, 2017.

The transaction size of the asset acquisition is lower than 15% calculated on the value of consideration method. Therefore the Company does not fall into the criterion and thus, is not required to prepare and disclose to the SET, the information memorandum regarding the Acquisition and Disposal of Assets Notification. Nevertheless, the Company has acquired the other company shares over 10% of paid up capital of target Company and has to disclose information under SET Rules Re: Rules, Conditions and Procedures Governing the Disclosure of Information and Other Acts of a Listed Company. The Company would like to report the detail as follow:

1.1 Information of Joint Ventures

1. TSM Company Limited ("TSM")

1.	Name of new joint venture	TSM Company Limited ("TSM")
2.	Objective	Energy Service Company for SMD
3.	Location	Malaysia
4.	Ratio of Investment	1. SPW holds 33% of registered capital 2. Asiatech Power Pte. Ltd. holds 33% of registered capital 3. Bedok Construction and Engineering Co., Ltd. holds 34% of registered capital
5.	Director	1. Mr. Supachai Weeraborwornpong 2. Mr. Tang Weng Fei 3. Mr. Sein Wan

2. Asiatech Infrastructure Company Pte. Ltd. ("AIC")

1.	Name of new joint venture	Asiatech Infrastructure Company Pte. Ltd. ("AIC")
2.	Objective	Energy Service Company for SMD
3.	Location	Singapore
4.	Ratio of Investment	1. SPW holds 33% of registered capital 2. Mr. Tang Weng Fei holds 67% of registered capital
5.	Director	1. Mr. Supachai Weeraborwornpong 2. Mr. Worawit Weeraborwornpong 3. Mr. Tang Weng Fei 4. Mr. Lim Boon Seng Peter

3. Southern Myanmar Development Co., Ltd. ("SMD")

1.	Name of new joint venture	Southern Myanmar Development Co., Ltd. ("SMD")
2.	Objective	Operate Power Plant in Myanmar
3.	Location	Myanmar
4.	Ratio of Investment	1. SPW holds 33% of registered capital 2. Asiatech Power Pte. Ltd. holds 33% of registered capital 3. Bedok Construction and Engineering Co., Ltd. holds 34% of registered capital

1.2 The transaction size is equal to 0.25% calculated on the value of consideration method.

$$= \frac{\text{Total Value of Consideration} \times 100}{\text{Total Asset of the Company}}$$

$$= \frac{78.80 \times 100}{31,457.97^*}$$

$$= 0.25\%$$

*Total asset of the Company as of December 31, 2017

And thus when combining with the transaction from the past 6 months. The size will equal to 1.63% which is less than 15% of the total assets value which is not required to disclose under the Notification of the Capital Market Supervisory Commission No. Tor Chor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets and the Notification of the Stock Exchange of Thailand (SET) Re: Disclosure of Information concerning the acquisition and Disposition of Assets of Listed Companies B.E. 2547.

1.3 Source of Fund

Source of fund will come from net working capital.

1.4 Expected benefit to the Company

The Company expected that this investment is an opportunity to expand the Company's energy business. The investment in power plant in Myanmar shall resulting in consistent returns from investment, which shall create additional value to the Company.

1.5 Opinion of the Company's Board of Directors on the Transaction

The Board of Directors has an opinion that the investment in power plant business will give the Company a consistent income and diversify revenue from other sources, other than revenue from sale of LPG which is the Company main revenue.

1.6 Opinion of Audit Committee and/or Directors which differs from the Opinion of the Board of Director as expressed above

There was no director or audit committee member with differing opinion from those stated above.

Please be informed accordingly

Yours Sincerely,

-Jintana Kingkaew-

(Mrs. Jintana Kingkaew)

Deputy Managing Director