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SGP/SET - 167

December 25, 2018

Subject Information regarding the purchase of additional shares of  
Power plant in Myanmar by subsidiary  
To The President  
The Stock Exchange of Thailand

Refer to the announcement of purchasing of share capital of power plant in Myanmar by Siamgas Power Pte. Ltd. (“SPW” a wholly owned subsidiary of the Company in Singapore) on July 18, 2016 and November 8, 2017 in the proportion of 30% and 6.1% respectively. The Company would like to inform that the board of Directors’ Meeting No. 4/2018, held on August 7, 2018 has passed the resolution to purchase additional share in the proportion of 5.0% in MSN International Limited (“MSN”), Asiatech Energy Pte. Ltd. (“AEPL”) and Myanmar Lighting (IPP) Co., Ltd. (“MLIPP”) which will make the share proportion increase from 36.1% to 41.1% of the paid up capital in these three companies.

SPW has completed MSN, AEPL, and MLIPP shares purchase and the shares transfer have been approved by the related agencies on December 18, 2018.

The transaction is deemed as an acquisition of asset under the Capital Market Supervisory Board No. Tor. Jor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets and Notification of the Board of Governors of the Stock Exchange of Thailand (SET) Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition or Disposition of Assets B.E. 2547 (“Notification of Acquisition or Disposition”). When calculated the transaction, the largest transaction size is equal to 1.31% according to Net Tangible Asset criteria.

The transaction size of the asset acquisition is lower than 15% calculated on the net tangible asset 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. In addition, the Company does not have to disclose information under SET Rule Re: Rules, Conditions and Procedures Governing the Disclosure of Information and

Other Acts of a Listed Company. The Company would like to report the transaction details as follows.

1. Date/Month/Year of the transaction:

SPW which is a 100% owned subsidiary and registered in Singapore has signed a Sales and Purchase agreement on August 15, 2018.

2. Percentage of Shareholding after the transaction :

Buyer : SPW

Seller : Mr. Sein Wan

Mr. Tang Weng Fei

The detail of share purchase:

SPW will purchase 5.0% share holding in MSN and MLIPP from Mr. Sein Wan and 5.0% share in AEPL from Mr. Tang Weng Fei.

MSN

	<u>Before the transaction</u>	<u>After the transaction</u>
1) Mr. Tang Weng Fei	21.7%	21.7%
2) Mr. Sein Wan	10.0%	5.0%
3) Mr. Than Soe	16.1%	16.1%
4) Mr. Oak Ghar Aye	16.1%	16.1%
<b>5) SPW</b>	<b>36.1%</b>	<b>41.1%</b>

AEPL

	<u>Before the transaction</u>	<u>After the transaction</u>
1) Mr. Tang Weng Fei	63.9%	58.9%
<b>2) SPW</b>	<b>36.1%</b>	<b>41.1%</b>

MILPP

	<u>Before the transaction</u>	<u>After the transaction</u>
1) Mr. Tang Weng Fei	21.7%	21.7%
2) Mr. Sein Wan	10.0%	5.0%
3) Mr. Than Soe	16.1%	16.1%
4) Mr. Oak Ghar Aye	16.1%	16.1%
<b>5) SPW</b>	<b>36.1%</b>	<b>41.1%</b>

3. Relationship of the contract parties:

The buyer and seller neither are connected persons nor related persons to the buyer. MSN, AEPL, MLIPP, including directors and shareholders do not have any relation that would render the said transaction a related transaction under the Notification of the Capital Market Supervisory Board No. Tor Jor. 21/2551 re: Criteria in making Related Transaction and Notification of the Board of Governor of the SET re: Disclosure of Information and Other Acts of Listed Companies concerning the Acquisition and Disposition of Assets B.E. 2546 (“Notification on Related Transaction”)

4. Transaction Size Calculation Method

When calculated from the various criteria and by using the highest value calculable from one of the criteria, by referring to the consolidated Financial Statement of the Company and subsidiaries for the period ending on September 30, 2018 and the largest transaction size is equal to 1.31% according to net tangible asset criteria. Thus the Company is not required to disclose to the SET the information memorandum regarding the Acquisition and Disposal of Assets Notification.

5. Total Value of Consideration

The investment is in the amount of USD 8.0 million (equivalent to baht 268.08 million calculate from the average exchange rate on August 7, 2018 from Bank of Thailand in which USD 1.00 equivalent to baht 33.51) The payment will be in Cash.

Please be informed accordingly,

Yours Sincerely,

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(Jintana Kingkaew)

Deputy Managing Director/CFO