



# GFPT PUBLIC COMPANY LIMITED

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OFFICE: GFPT TOWER, 312, RAMA 2 ROAD, BANGMOD, JOMTHONG, BANGKOK 10150, THAILAND TEL. 02-473-8000 FAX: 02-473-8398

- Translation -

No. GFPT 13/2561

August 14<sup>th</sup>, 2018

Subject: Notification of connected transaction regarding the receipt of financial assistance of a subsidiary

To: The President

The Stock Exchange of Thailand

GFPT Public Company Limited ("The Company" or "GFPT") held the Board of Directors' meeting no. 7/2561 on August 14<sup>th</sup>, 2018, which approved Krungthai Farm Company Limited ("FKT") to receive financial assistance from connected persons as follows:

## (1) Date of Transaction

Within August 31<sup>st</sup>, 2018

## (2) Related Parties and Relationship with the Listed Company

Name of the recipient of the financial assistance : Krungthai Farm Company Limited ("FKT") which is a subsidiary of the Company (the Company held 99.99% of total shares).

Name of the offer persons of the financial assistance: connected persons whose names are as follows;

Name-Surname	Position in GFPT and FKT	Relationship with Directors and Executives	% Shareholding	
			GFPT	FKT
1. Mr. Virach Sirimongkolkasem	Director Vice Chairman and Managing Director of GFPT and FKT	-	2.42%	0.000003%
2. Mrs. Nattaya Sirimongkolkasem	-	Wife of Mr. Virach	-	-
3. Ms. Wiwanya Sirimongkolkasem	Director of FKT	Daughter of Mr. Virach	2.87%	-
4. Dr. Papinya Sirimongkolkasem	-	Daughter of Mr. Virach	2.82%	-
5. Ms. Warisara Sirimongkolkasem	-	Daughter of Mr. Virach	2.90%	-
6. Mr. Wongsakorn Sirimongkolkasem	-	Son of Mr. Virach	4.79%	-



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### (3) General Explanation regarding Nature of the Connected Transaction

Details of the connected transaction regarding the receipt of financial assistance are as follows;

Type of the Transaction	:	Connected transaction Re: the Receipt of Financial Assistance.
Credit facility	:	Long-term loan in amount of not more than THB 160 million. (no collateral)
Interest Rate	:	3.50% per annum.
Maturity	:	Not more than 3 years starting from August 25 <sup>th</sup> , 2018 until August 24 <sup>th</sup> , 2021.
Interest Payment	:	Monthly
Nature of Contract	:	The Company will enter into a loan agreement or promissory note and specify the date of August 24 <sup>th</sup> , 2021 as the due date for payment of principal.
Other Conditions	:	None
Objectives	:	To be used for working capital of FKT.

### (4) Total Value, Size of the Transaction, and Criteria to Value the Transaction

4.1) Total Value of Transaction	:	Not more than THB 16,800,000.00; the calculation is as follows:
Total Value of Transaction	=	maximum borrowing amount x maximum interest rate x maximum maturity = THB 160,000,000.00 x 3.50% x 3 year = THB 16,800,000.00
4.2) Size of Transaction	:	Size of the transaction equal to 0.1450% of the net tangible assets by calculating from the limited review consolidated financial statement of the Company and its subsidiaries as at June 30 <sup>th</sup> , 2018.
Size of Transaction	=	Value of Transaction / Net Tangible Assets = THB 16,800,000.00 / THB 11,583,788,020.5 = 0.1450%

### (5) The Characteristics and scope of the interest of the connected persons to enter to the connected transaction

This transaction is considered as the connected transaction regarding the receipt of financial assistance pursuant to the Notification of the Capital Market Supervisory Board No. Tor Jor. 21/2551 Re: Rules on Connected Transactions and the Notification of the Board of Governors of the Stock Exchange of Thailand entitled Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B. E. 2546 ("Connected Transaction Rules"), and its amendments.



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**(5) The Characteristics and scope of the interest of the connected persons to enter to the connected transaction (Cont.)**

In consideration of the size of the transaction under "Connected Transaction Rules", the size of transaction is larger than 0.03% but lower than 3% of net tangible assets of the Company according to the limited review consolidated financial statement of the Company and its subsidiaries as at June 30<sup>th</sup>, 2018 which considered as a medium transaction.

However, the size of previous related transaction occurred 6months ago, therefore, the size of these transactions, all together was equal to 0.9377% ; which was considered as a medium transaction so that the Company is required to get approval from the Board of Directors' meeting and disclose information to the Stock Exchange of Thailand.

**(6) Conditions that affects the shareholders**

- None -

**(7) Attendance and voting of the connected persons**

For the agenda to consider the receipt of the financial assistance from the connected persons of a subsidiary, Mr. Virach Sirimongkolkasem was a connected person who had conflict of interest on this transaction; as well as Mr. Prasit Sirimongkolkasem, Dr. Anan Sirimongkolkasem, Mrs. Somsiri Ingpochai, and Ms. Wannee Sirimongkolkasem, who are close relatives of the connected person, did not attend the meeting and had no right to vote for this agenda.

**(8) Opinions of the Board of Director concerning the connected transaction**

The Board of Directors considered and opined that the transaction is reasonable and beneficial to a subsidiary.

**(9) Opinions of the Audit Committee and/or the Board of Directors which is different form the Opinions of the Directors about the Connected Transaction (no.8)**

- None -

Please be informed accordingly

Sincerely yours,

Dr. Anan Sirimongkolkasem

Chairman of Executive Committee