

TRANSLATION

Letter No.TTCL-FIN- CS-014/2560

15 August 2017

Subject: Asset Acquisition Transaction of TTCL Public Company Limited

Attention: President

Stock Exchange of Thailand

Reference is made to the fact that Board of Directors Meeting No. 4/2017 of TTCL Public Company Limited (the “**Company**”), convened on 15 August 2017, resolved to approve the Company to acquire the shares of TTCL Power Holdings Pte. Ltd. (“**TTPHD**”) (a subsidiary of the Company which is a limited company incorporated under the laws of Singapore) in the amount of 12,500,000 shares (equivalent to 17.99 percent of the total issued shares of TTPHD) from TTP Partners LP (“**TTPLP**”), a limited liability partnership which has been granted an exemption from registration requirements and incorporated under the laws of the Cayman Islands.

The entering into of the said transaction constitutes an asset acquisition transaction of the Company pursuant to the Notification of the Capital Market Supervisory Board No. TorChor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Assets, 2004 (collectively, the “**Notifications on Acquisition or Disposal**”). The transaction value is equivalent to 17.30 percent calculated by applying the Net Profit Basis which is the basis that yields the highest transaction value based on the Consolidated Financial Statement of the Company for the period ending 30 June 2017 which was reviewed by a certified public accountant, and the Financial Statement of TTPHD for the period ending 31 December 2016, which was audited by a certified public accountant.

In this regard, after accumulating the value of the said transaction with the other asset acquisition transactions occurring during the six-month period prior to the date of this transaction, the total value of all transactions is equivalent to 28.17 percent, calculated based on the Net Profit Basis, which is the basis that results in the highest transaction value. The transaction thus constitutes a Class 2 Asset Acquisition Transaction, being a transaction with the value of equivalent to or higher than 15 percent but lower than 50 percent. As a result, the Company is required to prepare and disclose an information memorandum to the Stock Exchange of Thailand (the “**Stock Exchange**”) immediately, whereby such information memorandum shall contain the details under List (1) of the Notifications on Acquisition or Disposal at a minimum, as well as to notify the shareholders of the transaction no later than 21 days from the date on which the transaction is disclosed to the Stock Exchange.

The details of the asset acquisition transaction are set out in the information memorandum with respect to the asset acquisition of TTCL Public Company Limited, attached hereto.

Please be informed accordingly.

Sincerely yours,

Mr. Gobchai Tanasugarn
Vice President Finance & Accounting Division and Chief Finance Officer
Authorized Signatory