

Bor Mor Jor. Jor Por Or. 065/2018

October 22, 2018

Re : Entering into share sale and purchase agreements to acquire the remaining shares in CP Foods (UK) Ltd. and The Foodfellas Ltd.

Attn : President

The Stock Exchange of Thailand

Charoen Pokphand Foods Public Company Limited ("CPF") would like to inform you that on October 19, 2018, CPF Europe S.A. ("CPF EU") and CP Foods (UK) Ltd. ("CPF UK"), indirect subsidiaries of CPF, entered into share sale and purchase agreements to acquire the remaining shares in CPF UK and The Foodfellas Ltd. ("FF"), respectively, from the existing shareholders of the aforementioned subsidiaries. Details of the transactions are as follows:

1. The purchase of the remaining shares in CP Foods (UK) Ltd.^{/1}

Purchaser : CPF EU

Sellers : 4 individual British shareholders who are not connected person of CPF, pursuant to the Notification of the Capital Market Supervisory Board No. TorJor 21/2551 Re: Rules on Connected Transactions.

Amount of shares purchased: 115,200 shares (equivalent to 42.48% of total issued and paid-up shares of CPF UK)

Transaction value : GBP 11.2 million or approximately Baht 481 million^{/2}

Transaction size : 0.49% of the net assets value of CPF and subsidiaries based on the latest reviewed financial statement as of June 30, 2018

Basis used to determine transaction value : Based on the negotiations between purchaser and sellers with reference to EV/EBITDA from market comparable approach

2. The purchase of the remaining shares in The Foodfellas Ltd. ("FF")^{/3}

Purchaser : CPF UK

Sellers : 4 individual British shareholders who are not connected person of CPF, pursuant to the Notification of the Capital Market Supervisory Board No. TorJor 21/2551 Re: Rules on Connected Transactions.

Amount of shares purchased: 6,227 shares (equivalent to 40.00% of total issued and paid-up shares of FF)

Transaction value : GBP 11.2 million or approximately Baht 481 million^{/2}

Transaction size : 0.37% of trailing twelve months net profit from July 1, 2017, to June 30, 2018.

Basis used to determine transaction value : Based on the negotiations between purchaser and sellers with reference to EV/EBITDA from market comparable approach

After the completion of the above transactions, CPF Group will hold 100.00% in CPF UK and FF which shall enhance the efficiency and effectiveness of distribution network expansion in Europe and their management.

^{/1} CPF UK engages in import and distribution of processed meat and ready meals. Prior to this transaction, CPF indirectly holds 57.52% of total issued and paid-up shares of CPF UK through CPF EU.

^{/2} For reference purpose, the exchange rate is Baht 42.98 = GBP 1.

^{/3} FF engages in import of ingredients and food products. Prior to this transaction, CPF indirectly holds 60.00% of total issued and paid-up shares of FF through CPF UK (% shareholding after CPF UK becomes the wholly owned subsidiary of CPF EU).

The transaction size of these investment does not trigger the obligations specified in the rule concerning acquisitions and disposals of material assets by listed companies.

Please be informed accordingly.

Sincerely yours,

Patchara Chartbunchachai

(Miss Patchara Chartbunchachai)

Company Secretary