บริษัท สหพัฒนาอินเตอร์โฮลดิ้ง จำกัด(มหาชน)
530 ซอยสาธุประดิษฐ์ 58 แขวงบางโพงพาง เขตยานนาวา กรุงเทพมหานคร 10120
ทะเบียนเลขที่ 0107537001340 โทรศัพท์ 0 2293 0030 โทรสาร 0 2293 0040

SAHA PATHANA INTER-HOLDING PUBLIC COMPANY LIMITED
530 SOI SATHUPRADIT 58, BANGPONGPANG, YANNAWA, BANGKOK 10120
REGISTRATION NO. 0107537001340 TEL : +66 2293 0030 FAX : +66 2293 0040

REF. KorThor. No.0164/2563

November 16th, 2020

Subject : To pay the interim dividend; to give the rights of shareholders to propose agenda and/or to nominate candidates to be elected as Directors at the 2021 Annual General Meeting of Shareholders and to purchase common shares from connected person.

To : Director & General Manager
The Stock Exchange of Thailand

According to the Board of Directors Meeting No. 4 (Board #27) of Saha Pathana Inter-Holding Public Company Limited held on November 16th, 2020, the Board of Directors has resolutions as follows;

1. Approval to pay interim dividend

1.1 To pay interim dividend for the first 6 months performance during January 1st, 2020 - June 30th, 2020, to the shareholders holding total 571,890,666 shares, at the rate of Baht 0.20 per share (Twenty Satang), amounting to Baht 114,378,133.20 will be paid from retained earnings already subject to 30% of corporate income tax, where individual shareholders shall be entitled to a Dividend Tax Credit under Section 47 bis of the Revenue Code.

1.2 To fix the Record Date to confirm the list of shareholders with the right to receive the interim dividend on November 30th, 2020.

1.3 To determine interim dividend payment date on December 15th, 2020.

2. To give the rights of shareholders to propose agenda and/or to nominate candidates to be elected as Directors at the 2021 Annual General Meeting of Shareholders.

The Company determined the principle of the criteria for shareholders to propose agenda and/or to nominate candidates to be elected as Directors at the 2021 Annual General Meeting of Shareholders.

Therefore, the Company is going to announce the criteria as stated above via the Company's website www.spi.co.th under Investor Relations page, Shareholder Information section and select "**Shareholders Meeting**" from November 16th, 2020. Shareholders are able to submit an agenda proposal as stated above from December 1st, 2020 - December 30th, 2020 for being considered by the Company.

3. Approval to buy common shares of S & J International Enterprises Public Company Limited, Thanulux Public Company Limited and Textile Prestige Public Company Limited from Mr. Samrerng Manoonpol via the Stock Exchange of Thailand.

1. Date of Transaction : Within November 2020
2. Contact Parties
   - Buyer : Saha Pathana Inter-Holding Public Company Limited
   - Seller : Mr. Samrerng Manoonpol

- Connected Person : 1. Mr. Samrerng Manoonpol, as the Company's Director
  2. Mr. Boonsithi Chokwatana, as the Company's Director and Major Shareholder of Textile Prestige Public Company Limited

3. General Transaction : Buying common shares of;
   1. S & J International Enterprises Public Company Limited (S & J)
   2. Thanulux Public Company Limited (TNL)
   3. Textile Prestige Public Company Limited (TPCORP)

4. Details of Property Acquisition

Company	Business Type	Registered and Paid up Capital (Baht)	Par Value (Baht/share)	Shareholding Proportion before share buying (%)	Shareholding Proportion after share buying (%)
S & J	Manufacture and distribution of all type of cosmetics and business of investment	149,930,828.00	1.00	16.11	19.63
TNL	Manufacturing and distributing apparel	120,000,000.00	1.00	23.52	24.93
TPCORP	Manufacturing of non - woven fabric products, sanitation and household products.	108,000,000.00	1.00	12.19	18.83

5. Total Return

Company	Number of shares (Shares)	Price * (Baht/Share)	Amount (Baht)	Fair Value Range (Baht/share)	Book Value (as of June 30th, 2020) (Baht/share)	Market Price (as of November 12th, 2020) (Baht/share)
S & J	5,280,121	25.51	134,695,886.71	24.76 - 26.49	26.82	25.00
TNL	1,700,000	18.05	30,685,000.00	18.05 - 20.70	30.80	20.60
TPCORP	7,168,500	10.48	75,125,880.00	8.89 - 10.48	21.86	9.25
Total Amount			240,506,766.71			

Remarked : * per negotiation price and 1-12 months of Volume Weighted Average Price (VWAP) (November 4th,2019 to November 2nd, 2020)

6. Transaction Objective : To increase shareholding proportion of existing investment for the Company to obtain future return in dividend.

7. Source of Fund : Working Capital

8. Director who is the vested interests : Exited from the meeting room and cast no vote.

บริษัท สหพัฒนาอินเตอร์โฮลดิ้ง จำกัด(มหาชน)
530 ซอยสาธุประดิษฐ์ 58 แขวงบางโพงพาง เขตยานนาวา กรุงเทพมหานคร 10120
ทะเบียนเลขที่ 0107537001340 โทรศัพท์ 0 2293 0030 โทรสาร 0 2293 0040

SAHA PATHANA INTER-HOLDING PUBLIC COMPANY LIMITED
530 SOI SATHUPRADIT 58, BANGPONGPANG, YANNAWA, BANGKOK 10120
REGISTRATION NO. 0107537001340 TEL : +66 2293 0030 FAX : +66 2293 0040

9. Opinion by The Board of Directors : To increase shareholding proportion of existing investment for the Company to obtain future return in dividend. The Board of Directors agrees to approve purchasing of common shares of S & J International Enterprises Public Company Limited, Thanulux Public Company Limited and Textile Prestige Public Company Limited from Mr. Samrerng Manoonpol, a connected person, as detailed via the Stock Exchange of Thailand.

10. Opinion by The Audit Committee and/or Director significantly different from those by The Board of Directors : - None -

11. Transaction Size : The transaction is considered to be a related transaction of listed company prescribed in the Notification of the Capital Market Supervisory Board, regarding rules on related transactions provided as transactions. This transaction has a value more than Baht 1 Million but less than Baht 20 Million or more than 0.03% but less than 3% of NTA (as of September 30th, 2020, 0.03% of NTA = Baht 11,463,457.- and 3% of NTA = Baht 1,146,345.720.-) whichever is higher. This transaction must be approved by the Board of Directors and disclosed to the Stock Exchange of Thailand but not to be approved by the Meeting of Shareholders and is disposition of assets transaction, when calculating the transaction size during the past 6 months, is not more than 15% of the Company's total assets and is not in line with the regulation on significant transaction subjecting to be an acquisition or disposition of assets that listed company

Please be informed accordingly.

Yours sincerely,

(Mr. Vichai Kulsomphob)

President & CEO