

(Translation)

No. 089/1060

9 October 2017

Subject: Notification of the Board of Directors No. 9/2017, determination of the date of the Extraordinary General Meeting of Shareholders No.1/2017, determination of all Record Date and Asset Acquisition.

To: The President
The Stock Exchange of Thailand

- Enclosure
1. Information Memorandum on the Acquisition of Assets of Hydrotek Public Company Limited
 2. Capital Increase Form (F 53-4)
 3. Information Memorandum concerning the Connected Transaction of the Offering and Allocation of the Newly Issued Shares of Hydrotek Public Company Limited

Following Hydrotek Public Company Limited (the “**Company**”)’s Board of Directors’ Meeting No. 9/2017 held on October 8, 2017 at 1.00 pm, at the Company registered office No. 1 TP&T Building 14th Floor, Soi Vibhavadi Rungsit 19, Chatujak Sub-district, Chatujak District, Bangkok. The Company would like to inform the Stock Exchange of Thailand (the “**SET**”) material matters resolved in the meeting as follows:

1. Approve to propose to the shareholders’ meeting to consider and ratify the investment in the construction of the Central Wastewater Treatment Plant and Collecting System of the Industrial Zone of Mandalay, the Republic of the Union of Myanmar which is deemed to an acquisition of assets, as follows:

- 1.1 to acknowledge and certify the cancellation of the calculation of the transaction size of the Company in relation to the acquisition of assets regarding the investment in the construction of the Central Wastewater Treatment Plant and Collecting System of the Industrial Zone of Mandalay, the Republic of the Union of Myanmar as per information disclosed dated August 13, 2015 by the Board of Directors’ meeting No. 6/2015 held on August 13, 2015.

Method	Formula	Calculation	Value
1.) Net Tangible Assets	$\frac{\text{NTA of HSMC} \times \text{Holding Percentage}}{\text{NTA of Company}}$	Cannot be calculated due to the HSMC will be set up on 15 July 2015	
2.) Net Profit	$\frac{\text{Net Profit of HSMC} \times \text{Holding Percentage}}{\text{Net Profit of Company}}$	Cannot be calculated due to the HSMC will be set up on 15 July 2015	
3.) Consideration	$\frac{\text{Value or Cost} \times 100}{\text{Company's Assets}}$	$\frac{(400,000,000^{1/}) \times 100}{861,605,782^{2/}}$	46.42%
4.) Number of Shares	$\frac{\text{No. of Shares Issued} \times 100}{\text{No. of paid-up and outstanding Shares}}$	Cannot be calculated	

Remarks 1/ Total project investment cost on 13 August 2015
2/ Company's Total Assets on 30 June 2015

As the Company disclosed to the SET that Hydrotek Supreme Mandalay Company Limited ("HSMC") which is the Company's subsidiary (80 percent of its total shares held by the Company) has invested in the construction of the Central Wastewater Treatment Plant and Collecting System of the Industrial Zone of Mandalay, the Republic of the Union of Myanmar since 2015 and that the Company disclosed in the information memorandum to the SET regarding the transaction size of the Company that it has the maximum transaction value of 46.42 percent

1.2 to consider and approve the revision of the calculation of the transaction size of the Company and entering into transaction in relation to the acquisition of assets regarding the investment in the construction of the Central Wastewater Treatment Plant and Collecting System of the Industrial Zone of Mandalay, the Republic of the Union of Myanmar

Method	Formula	Calculation	Value
1.) Net Tangible Assets	$\frac{\text{NTA of HSMC} \times \text{Holding Percentage}}{\text{NTA of Company}}$	$\frac{(10,016,677^{1/}) \times 80\%}{40,178,931^{2/}}$	19.94%
2.) Net Profit	$\frac{\text{Net Profit of HSMC} \times \text{Holding Percentage}}{\text{Net Profit of Company}}$	Cannot be calculated	
3.) Consideration	$\frac{\text{Value or Cost} \times 100}{\text{Company's Assets}}$	$\frac{(230,000,000^{3/}) \times 100}{493,111,137^{4/}}$	46.64%
4.) Number of Shares	$\frac{\text{No. of Shares Issued} \times 100}{\text{No. of paid-up and outstanding Shares}}$	Cannot be calculated	

Remarks 1/ NTA of HSMC on 31 March 2017
2/ NTA of Company on 30 June 2017
3/ Total Project Investment Cost
4/ Company's Total Asset as of 30 June 2017

Such investment transaction constitutes an asset acquisition transaction representing the maximum transaction value of 46.64 percent calculated from Consideration method in accordance with the Notification of the Capital Market Supervisory Board No. TorJor. 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 (the “Notifications on Acquisition or Disposal”). In addition, upon the combination of the value of such transactions with the value of the other asset acquisition transaction of the Company that has occurred during the past 6 months, the total value of the transactions will be equivalent to 46.78 percent, which will be classified as a Class 2 Transaction, i.e. a transaction with a value equivalent to 15 percent or higher, but lower than 50 percent in accordance with the Notifications on Acquisition or Disposal. As a result, the Company is required to disclose an information memorandum on the entering into such transactions to SET, and deliver a notice to the shareholders within 21 days from the disclosure date to SET. However, for the propose of having the shareholders obtaining complete and updated information and having an opportunity to make a decision on the issue, the Company deems it appropriate to propose to the shareholders to consider and approve the revision of the calculation of the transaction size of the Company in relation to the acquisition of asset regarding the investment in the construction of the Central Wastewater Treatment Plant and Collecting System of the Industrial Zone of Mandalay, the Republic of the Union of Myanmar

1.3 to consider and ratify the investment in the construction of the Central Wastewater Treatment Plant and Collecting System of the Industrial Zone of Mandalay, the Republic of the Union of Myanmar which is deemed to an acquisition of assets

Please refer to more details in **Enclosure 1**

2. Approve to determine the date the shareholders who are eligible to subscribe for the newly issued shares shall be those whose names are recorded in the shareholders register on 21 November 2017 (Record Date), pursuant to Section 225 of the Securities and Exchange Act B.E. 2535 (as amended) – as per the resolution of the Board of Directors’ Meeting No. 8/2017 held on September 21, 2017 approving to propose to the shareholders’ meeting to consider and approve the allocation of 200,000,000 newly issued shares at the par value of THB 1 per share

3. Approve that the determination of the date of the Extraordinary General Meeting of Shareholders No. 1/2017 will be held on November 14, 2017 at 3.00 pm at Meeting Room, 25th Floor of TP&T Building, No. 1, Soi Vibhavadi Rangsit 19, Vibhavadi Rangsit Road, Chatuchak Sub-District, Chatuchak District, Bangkok 10900, having the agenda items as follows:

Agenda 1 To consider and certify the minutes of the 2017 Annual General Meeting of Shareholders

Agenda 2 To consider and approve the increase of the Company registered capital in the amount of THB 200,000,000 from the current registered capital of THB 389,968,760 to be the new registered capital of THB 589,968,760 by issuing 200,000,000 newly ordinary shares at the par value of THB 1 per share

Agenda 3 To consider and approve the amendment of Clause 4 of the Memorandum of Association of the Company to be in line with the increase of the Company's registered capital.

Agenda 4 To consider and approve the allocation of 200,000,000 newly issued shares at the par value of THB 1 per share as follows:

4.1 to allocate 200,000,000 newly issued shares with a par value of THB 1 per share to the existing shareholders of the Company in proportion to their shareholdings (Right Offering);

4.2 to allocate the remaining shares from the offering to existing shareholders (Right Offering) and the allocation of the shares pursuant to which the existing shareholders have subscribed in excess of their shareholding on a private placement basis to Mr. Somprasong Panjalak, at the offering price of THB 1 per share;

4.3 to allocate 100,000,000 newly issued shares at the offering price of THB 1 per share on a private placement basis to Mr. Somprasong Panjalak in an amount of 81,000,000 shares and Mr. Surachet Chaipatanant in an amount of 19,000,000 shares.

Agenda 5 To consider and approve an appointment of the persons who will be an additional directors of the Company

- Agenda 6 To consider and ratify the investment in the construction of the Central Wastewater Treatment Plant and Collecting System of the Industrial Zone of Mandalay, the Republic of the Union of Myanmar
- 6.1 to acknowledge and certify the cancellation of the calculation of the transaction size of the Company in relation to the acquisition of assets regarding the investment in the construction of the Central Wastewater Treatment Plant and Collecting System of the Industrial Zone of Mandalay, the Republic of the Union of Myanmar as per information disclosed dated August 13, 2015 by the Board of Directors' meeting No. 6/2015 held on August 13, 2015.
- 6.2 to consider and approve the revision of the calculation of the transaction size of the Company and entering into transaction in relation to the acquisition of assets regarding the investment in the construction of the Central Wastewater Treatment Plant and Collecting System of the Industrial Zone of Mandalay, the Republic of the Union of Myanmar
- 6.3 to consider and ratify the investment in the construction of the Central Wastewater Treatment Plant and Collecting System of the Industrial Zone of Mandalay, the Republic of the Union of Myanmar which is deemed to an acquisition of assets

- Agenda 7 To consider other matters (if any)

Since the matters in agenda items 2 –5 are related, the approval for each matter is conditional upon the other matters also being approved. Therefore, if any of such agenda items is rejected by the shareholders' meeting, the other agenda items that have already been approved by the shareholders' meeting shall be cancelled and no other agenda shall be further considered.

4. Approve to determine the date of determining the names of shareholders who shall be entitled to attend Extraordinary General Meeting of Shareholders No. 1/2017 (Record Date) on October 24, 2017 and to empower the Executive Committee or the Managing Director to amend or change the date of determination of shareholders who shall be entitled to attend the Extraordinary General Meeting of Shareholders No. 1/2017 (Record Date), as well as to amend, change or determine the date, time and venue of the Extraordinary General Meeting of Shareholders No. 1/2017 if the Company faces any problem in preparing the documents and information which results in any delay in preparing those documents and information and sending of such documents and information to the

shareholders within the time specified by the applicable rules, regulations and law, or in case of occurrence of any event which necessarily causes amendment or change of the determination of such dates and time to be made as appropriate.

Please be informed accordingly.

Yours sincerely,

-Signature-

(Mr. Slib Soongswang)
Chief Executive Officer
Authorized Signatory

Information Memorandum on the Acquisition of Assets of Hydrotek Public Company Limited

Accordance to the Board of Directors Meeting No. 9/2560 held on October 8, 2017, Board of Directors resolved the approval of subsidiary of company which is Hydrotek Supreme Mandalay Co.,Ltd (“HSMC”), a Myanmar company, company has stakes in HSMC of total 80% and HSMC has a total capital of USD 500,000. HSMC has entered into the transaction of receiving the concession in relating to build and operate the waste water treatment plant and collection system in Mandalay Industrial Zone accounted as the total investment cost not higher than THB 230 mn and project shall be funded by the issuance of new shares and/or loans from financial institution. After calculated the transaction size, the max size is at 46.64% which is classified as Class 2 transaction, i.e. a transaction with a value equivalent to 15 percent or higher, but lower than 50 percent in accordance with the Notifications on Acquisition or Disposal. The company has duties to action as follow:

- 1) Company is required to disclose an information memorandum on the entering into such transactions to SET
- 2) Company is required to deliver a notice to the shareholders within 21 days from the disclosure date to SET

However, for the propose of having the shareholders obtaining complete and updated information and having an opportunity to make a decision on the issue, **the Company deems it appropriate to propose to the shareholders to consider and approve the revision of the calculation of the transaction size of the Company and to approve the entering into transaction** in relation to the acquisition of asset regarding the investment in the construction of the Central Wastewater Treatment Plant and Collecting System of the Industrial Zone of Mandalay, the Republic of the Union of Myanmar. The detail is as follow

- (1) To acknowledge and certify the cancellation of the calculation of the transaction size of the Company in relation to the acquisition of assets regarding the investment in the construction of the Central Wastewater Treatment Plant and Collecting System of the Industrial Zone of Mandalay, the Republic of the Union of Myanmar as per information disclosed dated August 13, 2015 by the Board of Directors’ meeting No. 6/2015 held on August 13, 2015.
- (2) To consider and approve the revision of the calculation of the transaction size of the Company and to approve the entering into transaction in relation to the acquisition of assets regarding the investment in the construction of the Central Wastewater Treatment Plant and Collecting System of the Industrial Zone of Mandalay, the Republic of the Union of Myanmar
- (3) To consider and ratify the investment in the construction of the Central Wastewater Treatment Plant and Collecting System of the Industrial Zone of Mandalay, the Republic of the Union of Myanmar which is deemed to an acquisition of assets.

Such investment transaction constitutes an asset acquisition transaction representing the maximum transaction value of 46.64 percent calculated from Consideration method in accordance with the Notification of the Capital Market

Supervisory Board No. TorJor. 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 (the “**Notifications on Acquisition or Disposal**”). Therefore, the detail of the disclosure relating to the Acquisition or Disposal as follow:

1. Transaction Date

Company and the subsidiary of company shall enter into the transaction in relating to the investment in the construction of the Central Wastewater Treatment Plant and Collecting System of the Industrial Zone of Mandalay, the Republic of the Union of Myanmar after the approval from the Extraordinary Meeting No.1/2017 on 14 November 2017 and the project is expected to complete within April 2019

2. Contractual Parties

Concessionaire : Mandalay City Development Committee (“MCDC”)
 Owner

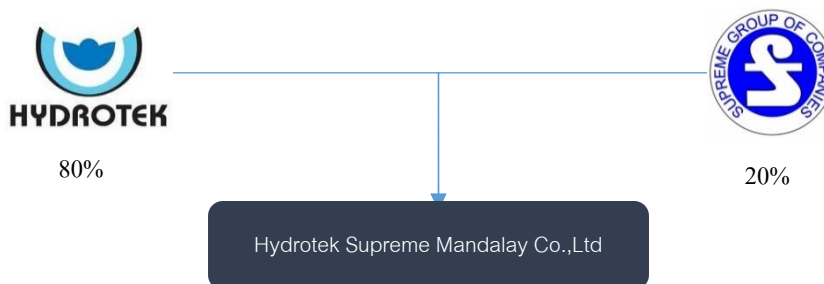
Relationship with company: Not a connected person to company

Concessionaire : Hydrotek Supreme Mandalay Co., Ltd (“HSMC”)
 Grantor

3. General Characteristics of Transaction and Transaction Size

3.1 General Characteristics of Transaction

HSMC is granted the concession in build and operate the Waste Water Treatment Plant and Collection System in Mandalay City Industrial Zone. HSMC has the shareholding structure as follow:



HSMC shall operate the project on a basis of B.O.T (Build-Operate-Transfer), which is granted the concession in build and operate the Waste Water Treatment Plant and Collection System in Mandalay City Industrial Zone on 30 years period, which can be extended twice and 10 years per times. HSMC shall construct and complete the plant within 2 years,

Both parties are agreed to conform their duties which are appeared in the related agreements which were signed and mutually agreed.

Company and Supreme shall invest in such project on a holding stakes basis. HSMC has a preliminary capital of USD 500,000.

3.2 Transaction Size

Such investment transaction constitutes an asset acquisition transaction representing the maximum transaction value of 46.64 percent calculated from Consideration method in accordance with the Notification of the Capital Market Supervisory Board No. TorJor. 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 (the "Notifications on Acquisition or Disposal"). In addition, upon the combination of the value of such transactions with the value of the other asset acquisition transaction of the Company that has occurred during the past 6 months, the total value of the transactions will be equivalent to 46.78 percent, which will be classified as a Class 2 Transaction, i.e. a transaction with a value equivalent to 15 percent or higher, but lower than 50 percent in accordance with the Notifications on Acquisition or Disposal. As a result, the Company is required to disclose an information memorandum on the entering into such transactions to SET, and deliver a notice to the shareholders within 21 days from the disclosure date to SET. However, for the propose of having the shareholders obtaining complete and updated information and having an opportunity to make a decision on the issue, the Company deems it appropriate to propose to the shareholders to consider and approve the revision of the calculation of the transaction size of the Company in relation to the acquisition of asset regarding the investment in the construction of the Central Wastewater Treatment Plant and Collecting System of the Industrial Zone of Mandalay, the Republic of the Union of Myanmar. The calculation detail is as follow:

Method	Formula	Calculation	Value
1.) Net Tangible Assets	$\frac{\text{NTA of HSMC} \times \text{Holding Percentage}}{\text{NTA of Company}}$	$\frac{(10,016,677^{1/} \times 80\%)}{40,178,931^{2/}}$	19.94%
2.) Net Profit	$\frac{\text{Net Profit of HSMC} \times \text{Holding Percentage}}{\text{Net Profit of Company}}$	Cannot be calculated	
3.) Consideration	$\frac{\text{Value or Cost} \times 100}{\text{Company's Assets}}$	$\frac{(230,000,000^{3/} \times 100)}{493,111,137^{4/}}$	46.64%
4.) Number of Shares	$\frac{\text{No. of Shares Issued} \times 100}{\text{No. of paid-up and outstanding Shares}}$	Cannot be calculated	

Remarks 1/ NTA of HSMC on 31 March 2017
2/ NTA of Company on 30 June 2017
3/ Total Project Investment Cost
4/ Company's Total Asset as of 30 June 2017

4. Project and Concessionaire Detail:

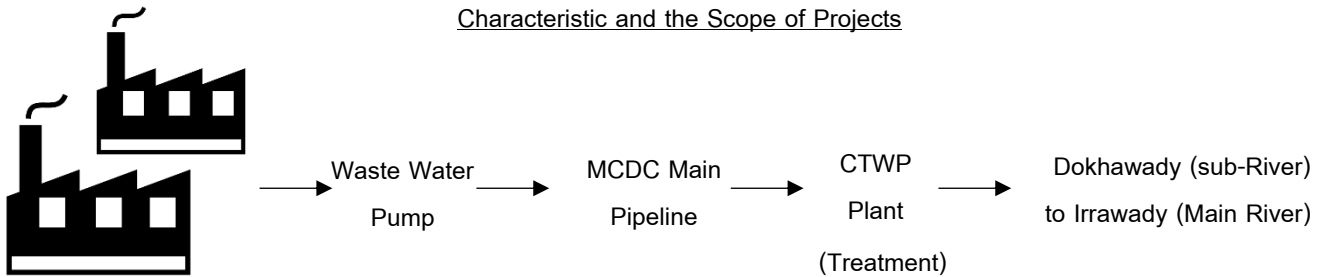
4.1 Project Characteristics

Project Name	Central Wastewater Treatment Plant and Collecting System of the industrial Zone of Mandalay ("CWTP")
Concessionaire Authority	Mandalay City Development Committee ("MCDC")
Name of Operating Company	Hydrotek Supreme Mandalay Company Limited ("HSMC")
Company Holding	The Company 80% : Supreme Enterprise Limited 20%
Detail of Supreme Enterprise	Supreme Enterprise is a leading engineering company in water project and environmental project. Supreme Enterprise is under the Supreme Group which operates in various industry such as power, energy, trading and Bio-Technology and etc.
Major Shareholders of Supreme Enterprise	Dr. Sein Myint
Type of Project	B.O.T. (Build-Operate-Transfer)
Scope of Project	The concessionaire for construction and operation & maintenance of the waste water treatment plant in the industrial zone of Mandalay City, Myanmar
Concessionaire Period	30 Years from Commercial Operation Date with an additional 2 times extension each 10 years.
Construction Period	The construction period shall be completed within 2 years since the commencement date of construction on the project land which has been received from MCDC and receiving Myanmar Investment Commission (MIC)

	approval permit and also the commencement date of construction which is informed in written from HSMC. HSMC is able to expand or postpone the construction period up to 2 times. If the construction may not be completed within the extended period, HSMC will require to pay MCDC of 20,000 MMK per day.
Capacity (m3/day)	2,000-2,200 m3/day
Construction Period	Within Quarter 4/2018
Scheduled Commercial Operation Date	Within Quarter 1/2019
Expected Capital Expenditure	THB 40 mn
Source of funding apart from Capital Increase	Internal cashflow and loan from financial institution
Total Project Cost	THB 230 mn
Project Risk	HSMC is exposed to the foreign exchange rate movement due to the revenue is denominated in USD
Expected Benefit	Company expects that projects shall create the IRR of at least 10%

4.2 Commercial Scope of Project

Characteristic and the Scope of Projects



Factories in industrial zone

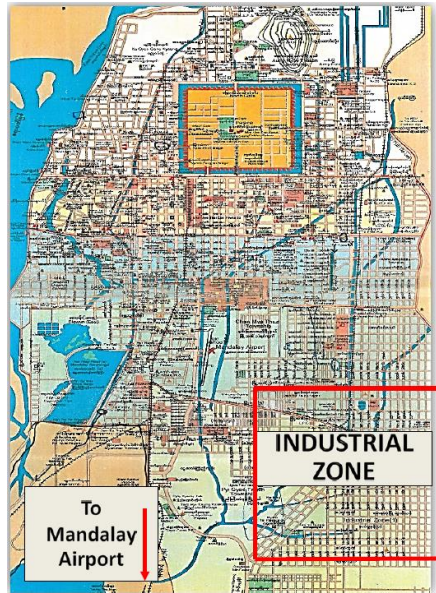
Project shall receive the waste water within the area of industrial zone and then go through the treated process until the qualification is met prior draining treated water to the river. Industrial Zone has an average flow of 2,000 m3/day. After the completion of plant, it is expected that plant shall be capable of treated flow at a capacity of 2,000-2,200 m3/day. HSMC shall collect the tariff directly to the users, bill is on behalf of MCDC. The main purpose of the project is to decrease the pollution in Mandalay City which is arose from waste water.

4.3 Mandalay Industrial Zone

Mandalay Industrial Zone is one of the largest industrial zone in Myanmar. The area serves the industrial factory of over 1,300 factories and over 12,000 workers reside in an area. Manufacturing are including Food and Amenities,

Garments, Electronic Parts, Auto Parts and Construction Material. MCDC is the main authority who is responsible for city development, MCDC is directly under the control of Myanmar Government and was founded since 29 December 1992.

Location of the Industrial Zone



5. Total Value of the Consideration and Basis Used to Determine the Value of Consideration

HSMC shall invest, build and operate the project at such cost of not higher than THB 230 mn. HSMC shall invest in full amount and complete the construction within 2 years after the land deliverable from MCDC, the land was received on April 2017. HSMC expects that the company shall generate the internal rate of return at least of 10%. The tariff received shall be based on the treated water quality.

6. Value of Assets Acquired

HSMC shall invest, build and operate the project at such cost of not higher than THB 230 mn

7. Criteria in setting the Cost of Project

Company has determined the project cost together with the technical consultant and internal specialist under the agreed and suitable assumption to conduct the feasibility study. Due to the delay of project plan because the land deliverable and there was an amendment on the agreement to refine project scope. After the consultation with specialist and negotiation with MCDC the total investment cost is not higher than THB 230 mn. Company is confident on the investment cost and also the partnership with Supreme, who is a specialist in many of Myanmar projects shall accommodate all the license required in order to complete the project in time.

8. Expected Benefits to the Company

Company is confident on the transaction and shall support the company growth in these following benefit:

- Company shall receive a secured and steady cashflow over the concession period. Myanmar is a fast-developing country and its industrial sector is growing at a jumping rate, therefore the investment is expected to provide the cashflow sustainability.
- Company shall position itself at a very attractive in new line of business. The concession provides the exclusivity and company is a sole player within an area.
- Company shall receive the Internal rate of return from a project of at least 10%
- Company receives the tax exemption in a period of 5 years from Myanmar Investment Commission
- Company can utilize the completion of project to expand the business into other construction service in Myanmar

9. Source of Fund

Source of fund are included the issuance of new shares and the approval of credit facilities from financial institution after the capital increase.

10. Important Condition Precedent

- Company has to disclose the detail of Asset Acquisition to SET
- Company has to deliver the invitation of the Extraordinary General Meeting
- Company has to receive an approval from the Extraordinary General Meeting No. 1/2017 which will be held on 14 November 2017.

11. Board of Directors' Opinion Regarding the Transaction

Company's Board of Directors has considered the transaction and transaction shall benefit company in these following reasons:

- The transaction is an opportunity for company to expand the investment in a type of B.O.T, which ensures the future cashflow stability.
- The transaction shall increase company's opportunity in other future construction services in Myanmar
- The partnership with Supreme shall increase company competitiveness

After the transaction consideration, Board of Directors are endorsed the transaction and should present the transaction to the next shareholders meeting.

12. Audit Committee's Opinion Regarding the Transaction

The Audit Committee had an opinion in line with the opinion of the Board of Directors

13. Board of Directors' Responsibility Regarding the document delivered to Shareholders

The Board of Directors has well-rechecked the memorandum with carefulness and hereby ensures that information is correct and fully disclosed to the public.

14. Board of Directors' Opinion Regarding the Sufficiency of the Funding

The Board of Directors see that there is enough cash flow to invest in such transaction. The capital increase proceed of THB 40 mn and company can seek for financial institution on lending process together with company's internal cash flow.

15. Active Litigation Issue

Please consider the detail of active litigation in No. of 56-1 form

16. Company Information and Business

16.1 Business Overview

Hydrotek Public Company Limited operates construction, management and investment in environmental engineering business which Water Treatment Plant service is a main income. The company is one of leaders for major customer services and able to provide services from less complicated services which are highly competitive to experience based services which are less competitive such as Water Treatment Plant for petrochemical industry, desalination plant, wastewater treatment plant and wastewater recycle plant. With 30 year-experience, company has served for customers' need with following areas:

- 1) Construction (Engineering, Procurement and Construction): the Company can offer individual service or total solution service
- 2) Operation and Maintenance
- 3) Water Operator of Water Treatment Plant and Wastewater Treatment Plant

The Company has 4 services

1. Water Treatment Plant such as Portable Water Plant, Desalination Plant and Demineralization Plant
2. Wastewater Treatment Plant and Wastewater Recycle Plant
3. Solid Waste Treatment Plant
4. Waste to Energy

16.2 Company Background and Milestones

Hydrotek Public Company has founded on 17 November 1982 with total registered capital of THB 1.5 mn under control and management of Mr. Slib and Mr. Pichai. Both founded Hydrotek to operate as a leading contractor for environmental and water works such as water treatment plant, desalination water plant, waste water plant wastewater recycles plant, Solid Waste Treatment Plant and Waste to energy.

In 1999, EMC group which comprises of another 4 subsidiaries including Hydrotek Co., Ltd, Sahakarn Co,Ltd, KSS Engineering Co.,LLd and BIP Engineering Co.,LLd experienced a liquidity constraint from the financial crisis in 1997. EMC group went into the rehabilitation process with the central court of bankruptcy and led to the recover process after such event. Until 2007, the central court approved the cancellation of the rehabilitation process which end the rehab process of over 8 years.

The Board of Directors' Meeting No.6/2015 which was held on 13 August 2015 approved to establish Hydrotek Supreme Mandalay Company Limited, which registered on 15 July 2015 with registered capital of USD 500,000 at a par value of USD 1 per share. The company's proportion is 80% The objective is to operate in investment project, which construct, operate and maintenance of the Central Wastewater Treatment Plant and Collection System for Mandalay Industrial Zone, The Republic of the Union of Myanmar, in term of 30 years and extendable for a period of 10 years each for 2 extensions. Total investment is THB 500 mn. The company's proportion investment is THB 400 mn. according to basis for determination of consideration value. Moreover, the transaction equals to 46.42% of the total assets as at 30 June 2015

However, such transaction has been canceled due to the project scope has been amended significantly and it shall be one of the agenda to be considered by the Extraordinary General Meeting No.1/2017. representing the maximum transaction value of 46.64 percent calculated from Consideration method in accordance with the Notification of the Capital Market Supervisory Board No. TorJor. 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 (the "Notifications on Acquisition or Disposal"). In addition, upon the combination of the value of such transactions with the value of the other asset acquisition transaction of the Company that has occurred during the past 6 months, the total value of the transactions will be equivalent to 46.78 percent

16.3 Board of Directors as of 30 June 2560

Rank	Name	Position
1.	Mr.Slib Soongswang	Chairman of the Board / Member of the Risk Management Committee / Member of the Nomination and Remuneration Committee / Chief Executive Officer
2.	Mr.Danai Amornpatchara	Director / Member of the Risk Management Committee / Member of the Nomination and Remuneration Committee / President
3.	Air Chief Marshal Chainan Thumasujarit	Director / Chairman of Audit Committee / Chairman of the Nomination and Remuneration Committee / Independent Director
4.	Mr.Anant Gatepithaya	Director / Member of Audit Committee / Chairman of the Risk Management Committee / Member of Nomination and Remuneration Committee / Independent Director
5.	Mr.Kamphol Panyagometh	Director / Member of the Audit Committee / Member of the Nomination and Remuneration Committee / Independent Director

16.4 Top Ten Major Shareholders at Book Closing on 15 March 2017

Rank	Name	Shares	%
1	นายกิตติ ชีวะเกตุ	52,324,654	13.4
2	นายสลิบ สูงสว่าง	40,444,141	10.4
3	น.ส.วิลาวัลย์ จารุมโนภาส	24,908,200	6.4
4	นายปรินทร์ พัฒนาการณ์	16,514,053	4.2
5	นางวรรณิ เสรีวัฒนา	13,930,300	3.6
6	นางศัลยา จารุจินดา	12,306,000	3.2
7	นายเจียรนัย เลิศรัชต์กุล	10,989,626	2.8
8	น.ส.ชวิศา ชีวะเกตุ	9,790,000	2.5
9	นางลัดดา เลิศรัชต์กุล	7,735,900	2.0
10	นายเทพรัญย์ สุรทนต์นนท์	7,300,000	1.9
11	Minorities	193,733,996	49.7
Total		389,976,870	100.00

16.5 Financial Overview

Balance Sheet	2014		2015		2016		2017 6M	
	THB mn	%	THB mn	%	THB mn	%	THB mn	%
Current Assets								
Cash and cash equivalents	89.58	13.40%	67.28	8.93%	27.39	5.85%	13.30	2.70%
Trade and other receivables - other companies	105.07	15.72%	191.40	25.40%	77.78	16.61%	88.31	17.91%
Trade and other receivables - related parties	5.84	0.87%	-	0.00%	-	0.00%	-	0.00%
Unbilled receivables	238.92	35.75%	173.70	23.05%	73.89	15.78%	106.95	21.69%
Retention receivables	4.30	0.64%	23.59	3.13%	1.13	0.24%	4.01	0.81%
Suspend input vat	2.72	0.41%	2.09	0.28%	1.42	0.30%	3.98	0.81%
Short-term loan due from related party	-	0.00%	-	0.00%	-	0.00%	-	0.00%
Construction in progress	0.59	0.09%	20.97	2.78%	8.31	1.77%	3.55	0.72%
Total Current Assets	447.02	66.89%	479.03	63.57%	189.91	40.55%	220.09	44.63%
Non-Current Assets								
Deposits at banks pledged as collateral	77.55	11.60%	99.34	13.18%	75.29	16.08%	67.95	13.78%
Investment in associate	2.79	0.42%	2.14	0.28%	-	0.00%	-	0.00%
Investment in Joint Ventures	-	0.00%	-	0.00%	-	0.00%	-	0.00%
Investment in subsidiaries	-	0.00%	-	0.00%	-	0.00%	-	0.00%
Receivables under the concession agreement	-	0.00%	-	0.00%	8.52	1.82%	9.80	1.99%
Investments property	1.98	0.30%	2.97	0.39%	2.97	0.63%	2.97	0.60%

Balance Sheet	2014		2015		2016		2017 6M	
	THB mn	%	THB mn	%	THB mn	%	THB mn	%
Land and equipment	124.14	18.57%	143.20	19.00%	155.43	33.18%	154.92	31.42%
Intangible assets	1.33	0.20%	1.40	0.19%	4.85	1.04%	5.01	1.01%
Withholding tax deducted at source	11.64	1.74%	23.44	3.11%	29.49	6.30%	31.11	6.31%
Deferred tax assets	-	0.00%	0.12	0.02%	0.12	0.03%	0.07	0.01%
Other non-current assets	1.88	0.28%	1.90	0.25%	1.80	0.38%	1.18	0.24%
Total Non-Current Assets	221.32	33.11%	274.52	36.43%	278.47	59.45%	273.02	55.37%
Total Assets	668.34	100.00%	753.55	100.00%	468.38	100.00%	493.11	100.00%
Current Liabilities								
Bank overdraft and short-term loans due to financial institution	94.00	14.06%	172.93	22.95%	94.25	20.12%	83.90	17.01%
Trade and other payables	154.44	23.11%	172.01	22.83%	112.39	24.00%	162.45	32.94%
Other payable - related parties	-	0.00%	-	0.00%	0.34	0.07%	0.62	0.13%
Construction revenue received in advance	0.63	0.09%	1.13	0.15%	2.94	0.63%	1.19	0.24%
Advances received from customers under construction contracts	66.83	10.00%	46.52	6.17%	27.81	5.94%	16.31	3.31%
Unbilled output tax	5.22	0.78%	9.20	1.22%	3.14	0.67%	3.49	0.71%
Accrued income tax	0.05	0.01%	0.42	0.06%	0.15	0.03%	-	0.00%
Provision for construction losses	7.98	1.19%	7.85	1.04%	0.57	0.12%	0.15	0.03%
Short-term loan from Directors	-	0.00%	-	0.00%	-	0.00%	-	0.00%
Short-term loan from related party	-	0.00%	-	0.00%	-	0.00%	15.51	3.15%

Balance Sheet	2014		2015		2016		2017 6M	
	THB mn	%	THB mn	%	THB mn	%	THB mn	%
Long-term loans	34.20	5.12%	3.76	0.50%	0.12	0.03%	-	0.00%
Provision for warranty	3.18	0.48%	5.31	0.70%	2.08	0.44%	2.05	0.42%
Obligation under finance lease	1.69	0.25%	0.75	0.10%	-	0.00%	-	0.00%
Total Current Liabilities	368.22	55.10%	419.88	55.72%	243.80	52.05%	285.67	57.93%
Non-Current Liabilities								
Long-term loans from financial institution	3.88	0.58%	0.12	0.02%	-	0.00%	-	0.00%
Long-term loans from third party	-	0.00%	114.84	15.24%	125.64	26.83%	125.64	25.48%
Provision for warranty	0.73	0.11%	6.89	0.91%	3.90	0.83%	6.11	1.24%
Obligation under finance lease	0.76	0.11%	-	0.00%	-	0.00%	-	0.00%
Employee benefit obligation	13.81	2.07%	15.54	2.06%	10.13	2.16%	7.07	1.43%
Deferred tax liabilities	0.43	0.06%	0.40	0.05%	-	0.00%	-	0.00%
Non current liabilities	-	0.00%	2.67	0.35%	14.39	3.07%	16.26	3.30%
Total Non-Current Liabilities	19.61	2.93%	140.45	18.64%	154.06	32.89%	155.09	31.45%
Total Liabilities	387.83	58.03%	560.33	74.36%	397.86	84.94%	440.77	89.38%
Shareholders' Equity								
Paid-up share capital	389.97	58.35%	389.97	51.75%	389.97	83.26%	389.97	79.08%
Premium on share capital	66.70	9.98%	66.70	8.85%	66.70	14.24%	66.70	13.53%

Balance Sheet	2014		2015		2016		2017 6M	
	THB mn	%	THB mn	%	THB mn	%	THB mn	%
Retained earning (deficits)								
Appropriated legal reserve	9.62	1.44%	9.62	1.28%	9.62	2.05%	9.62	1.95%
Unappropriated	(185.78)	-27.80%	(273.56)	-36.30%	(398.64)	-85.11%	(416.57)	-84.48%
Other components of equity	-	0.00%	0.00	0.00%	0.07	0.01%	(0.55)	-0.11%
Equity attributable to the owners of the company	280.51	41.97%	192.72	25.58%	67.72	14.46%	49.17	9.97%
Non-controlling interests	-	0.00%	0.50	0.07%	2.81	0.60%	3.18	0.64%
Total shareholders' equity	280.51	41.97%	193.23	25.64%	70.52	15.06%	52.35	10.62%
Total Liabilities and Shareholder's Equity	668.34	100.00%	753.55	100.00%	468.38	100.00%	493.11	100.00%

Income Statement	2014		2015		2016		2017 6M	
	THB mn	%	THB mn	%	THB mn	%	THB mn	%
Revenues								
Construction income	531.83	89.02%	664.83	89.23%	365.23	88.07%	146.58	88.72%
Service income	57.79	9.67%	78.15	10.49%	40.66	9.80%	15.96	9.66%
Selling Income	3.63	0.61%	-	0.00%	-	0.00%	1.05	0.63%
Other income	4.17	0.70%	2.06	0.28%	8.84	2.13%	1.64	0.99%
Total Revenues	597.41	100.00%	745.04	100.00%	414.73	100.00%	165.23	100.00%
Expenses								
Cost of construction	637.38	106.69%	723.80	97.15%	399.03	96.21%	143.34	86.75%
Cost of services	52.50	8.79%	29.82	4.00%	23.42	5.65%	7.75	4.69%
Selling Cost	2.29	0.38%	-	0.00%	-	0.00%	0.36	0.22%

Income Statement	2014		2015		2016		2017 6M	
	THB	%	THB mn	%	THB mn	%	THB mn	%
	mn							
Administrative expenses	76.94	12.88%	62.37	8.37%	105.59	25.46%	27.01	16.35%
Finance cost	5.18	0.87%	16.25	2.18%	14.80	3.57%	7.06	4.27%
Total Expenses	774.29	129.61%	832.24	111.70%	542.84	130.89%	185.52	112.28%
Loss before share of loss from investments in associate	(176.88)	-29.61%	(87.20)	-11.70%	(128.11)	-30.89%	(20.29)	-12.28%
Share of loss from investments in associate	(1.01)	-0.17%	(0.65)	-0.09%	(0.49)	-0.12%	-	0.00%
Loss before income tax (income) expenses	(177.89)	-29.78%	(87.85)	-11.79%	(128.60)	-31.01%	(20.29)	-12.28%
Income tax income(expense)	(0.15)	-0.02%	(0.86)	-0.12%	(1.68)	-0.40%	(0.05)	-0.03%
Other Profit for the year	0.41	0.07%	0.76	0.10%	5.56	1.34%	1.73	-12.31%
Loss for the year	(177.63)	-29.73%	(87.95)	-11.81%	(124.72)	-30.07%	(18.61)	-11.26%
Basic loss per share	(0.63)		(0.23)		(0.33)		(0.05)	
Weighted average of ordinary shares (share)	284.26		389.97		389.97		389.97	

Cashflow Statement	2014	2015	2016	2017 6M
	THB mn	THB mn	THB mn	THB mn
Cash Flow From Operation Activities				
Loss before income tax income (expenses)	(1.78)	(0.88)	(1.29)	(0.20)
Comprehensive loss attributable to subsidiaries	0.01	0.01	0.00	-

Cashflow Statement	2014	2015	2016	2017 6M
	THB mn	THB mn	THB mn	THB mn
Comprehensive loss attributable to non-controlling interests	-	(0.00)	0.00	0.00
Doubtful debt (Reversal)	0.11	(0.10)	0.39	0.00
Depreciation	0.03	0.05	0.04	0.01
Amortisation of intangible assets	0.00	0.01	0.01	0.00
Provision for warranty	0.02	0.08	(0.06)	0.02
(Gain) loss on disposal of assets	0.01	(0.00)	0.00	(0.00)
Gain on disposal of intangible assets	-	-	-	-
Loss from write-off fixed assets	0.00	0.00	0.00	0.00
Reversal of allowance for impairment.	-	(0.01)	-	-
Impairment loss on fixed assets	0.15	0.01	-	-
Loss from Foreign Exchange	-	-	-	0.00
Impairment loss on investments	-	-	(0.00)	-
Impairment loss on investments	-	-	-	-
Provision for construction losses (Reversal)	0.05	(0.00)	(0.07)	(0.00)
Provisions for employee benefits	0.02	0.03	0.02	0.01
Provision for lawsuit	-	0.03	-	-
Interest income	(0.01)	(0.01)	(0.02)	(0.00)
Interest expenses	0.05	0.16	0.15	0.07
Loss from operation before changes in operating assets and liabilities	(1.33)	(0.64)	(0.83)	(0.09)
(Increase) decrease in trade and other receivables - third parties	0.21	(0.71)	1.02	(0.12)
(Increase) decrease in other receivables - related parties	-	-	-	-
(Increase) decrease in unbilled receivables	(0.42)	0.65	0.75	(0.33)
(Increase) decrease in retention receivables	0.05	(0.19)	0.22	(0.03)
(Increase) decrease in suspend input vat	0.00	0.01	0.01	(0.03)
(Increase) decrease in construction in progress	(0.01)	(0.20)	0.10	0.05
Increase (decrease) in receivables under the concession agreement	-	-	(0.08)	(0.01)
(Increase) decrease in other non-current assets	-	(0.00)	0.00	0.01

Cashflow Statement	2014	2015	2016	2017 6M
	THB mn	THB mn	THB mn	THB mn
Increase (decrease) in trade and other payables - third parties	0.24	0.10	(0.68)	0.46
Increase (decrease) in other payables - related parties	-	-	0.00	0.00
Increase (decrease) in construction revenue received in advance	(0.20)	0.00	0.02	(0.02)
Increase (decrease) in advance received under construction contracts	0.05	(0.20)	(0.19)	(0.11)
Increase (decrease) in unbilled output tax	(0.03)	0.04	(0.06)	0.00
Increase (decrease) in other non-current liabilities	(0.01)	0.03	0.12	0.02
Cash generated from operating	(1.44)	(1.12)	0.41	(0.21)
Cash paid for employee benefits	-	(0.00)	(0.02)	(0.01)
Cash Received for income tax	0.10	-	-	-
Cash paid for income tax	-	(0.12)	(0.08)	(0.02)
Net cash provided from (used in) operating activities	(1.34)	(1.25)	0.31	(0.23)
Cash Flow From Investing Activities				
Cash received for disposal of investments in associates	-	-	0.02	-
(Increase) decrease in deposits at bank pledged as collateral	(0.18)	(0.22)	0.24	0.07
Cash paid for purchase of equipment	(0.30)	(0.24)	(0.19)	(0.01)
Cash received from disposal of equipment	0.00	0.00	0.02	0.00
Cash received from disposal of intangible assets	(0.01)	(0.00)	(0.04)	(0.00)
Cash received interest income	0.01	0.01	0.01	0.00
Net cash provided from (used in) investing activities	(0.48)	(0.45)	0.07	0.06
Cash Flow From Financing Activities				
	-	0.00%	-	0.00%
Increase (decrease) in short-term loans from financial institutions	0.43	0.79	(0.79)	(0.10)
Cash paid for obligation under financial lease	(0.02)	(0.02)	(0.01)	-
Cash paid for short-term loans from director	-	-	-	0.16
Cash paid for long-term loans from financial institutions	(0.03)	(0.34)	(0.04)	(0.00)
Cash received from long-term loans from other company	-	1.15	0.11	-

Cashflow Statement	2014	2015	2016	2017 6M
	THB mn	THB mn	THB mn	THB mn
Cash received from increment of share capital in subsidiary-non-controlling interests	-	0.01	0.02	0.00
Cash paid for interest expenses	(0.05)	(0.11)	(0.07)	(0.02)
Cash received from Capital Increase	1.95	-	-	-
Cash Paid for shares issued	(0.01)	-	-	-
Net cash provided from (used in) financing activities	2.27	1.47	(0.77)	0.03
Effects of exchange rate change on the balance of cash and cash equivalents	-	-	(0.00)	(0.00)
Net Decrease in Cash and Cash Equivalent	0.45	(0.22)	(0.40)	(0.14)
Cash and Cash Equivalent at the Beginning of the Year	0.44	0.90	0.67	0.27
Cash and Cash Equivalent at the End of the Year	0.90	0.67	0.27	0.13

18. **Benefit or the related transaction between Company and Directors, Executives and Shareholder at more than 10 %**

- Short-term debt from Director

As 30 June 2017, Mr. Slib Soongswang, shareholder and Chairman of the Board Directors lent the total short-term debt of THB 15,510,000 at an interest of 6.25%. Mr Slib is the shareholder which holds 10.4% of Hydro and spends the term as Chairman of the Board of Directors. However, such transaction is classified as a connected transaction in a type of financial support, In accordance to the Capital Market Supervisory Board at TorJor 21/2008 RE: the Connected Transaction and Notification of the Board of Governors of the Stock Exchange of Thailand RE: the Disclosure regarding the Connected Transaction of Listed Companies (2003) (“Connected Transaction”). After calculation, the transaction is minimal and less than THB 1 mn which is not required to seek an approval from Board of Directors nor the shareholders meeting and also no need to disclose the transaction to SET.

19. **The Summary of Important Transaction within 2 years**

Please kindly consider the Form 56-1

Please be informed accordingly,

-Signature-

Mr. Slib Soongswang

Authorized Signatory

Capital Increase Report Form
Hydrotek Public Company Limited
21 September 2017 and Additional Amendment

We, Hydrotek Public Company Limited, hereby report the resolutions of the Board of Directors' meeting No. 8/ 2017, held on 21 September 2017 at 1.00 p.m. and the additional amendment per the resolutions of the Board of Directors' meeting No. 9/ 2017, held on 8 October 2017 at 1.00 p.m. relating to the capital increase and the share allocation as follows:

1. Capital Increase

Following Hydrotek Public Company Limited (the "Company")'s Board of Directors' Meeting No. 8/2017 held on September 21, 2017, resolved to approve the capital increase of Baht 200,000,000 from the existing registered capital of Baht 389,968,760 to Baht 589,968,760 by means of issuing 200,000,000 newly-issued ordinary shares with a par value of Baht 1.00 per share in order to accommodate the allocation of the newly-issued ordinary shares which are 1.) to allocate 100,000,000 newly issued shares with a par value of THB 1 per share to the existing shareholders of the Company in proportion to their shareholdings (Right Offering) and then is to allocate the remaining shares from the offering to existing shareholders (Right Offering) for another round on their existing holding basis at the same price to whom express their intention to subscribe over their rights (over subscription) and the allocation of the shares pursuant to which the existing shareholders have subscribed in excess of their shareholding on a private placement basis who are not a connected person of the Company, at the offering price of THB 1 per share 2.) to allocate the 100,000,000 newly issued shares with a par value of THB 1 per share to specific investors (Private Placement). The detail of capital increase is as follows:

Type of Capital Increase	Type of Shares	Number of Shares	Par Value (THB per share)	Total (Million Baht)
<input checked="" type="checkbox"/> Specify the purpose of utilizing proceeds	Ordinary share Preferred share	200,000,000	1	200,000,000
<input type="checkbox"/> General Mandate	Ordinary share Preferred share			

2. Allocation of new shares

2.1 Specify the purpose of proceeds

Allocated to	Number (shares)	Ratio (old : new)	Sale price (Baht/share)	Subscription and payment period	Remark
Existing Shareholders	100,000,000 Shares	3.8996876 : 1	1	Please see Remark no. 1	Please see remark below

Allocated to	Number (shares)	Ratio (old : new)	Sale price (Baht/share)	Subscription and payment period	Remark
Private Placement					
(1) Mr. Somprasong Panjalak	81,000,000 shares and the remaining shares from the offering to existing shareholders (Right Offering) and the allocation of the shares pursuant to which the existing shareholders have subscribed in excess of their shareholding	-	1	Please see Remark no. 1	Please see remark below
(2) Mr. Surachet Chaipatamanont	19,000,000 shares	-	1	Please see Remark no. 1	Please see remark below

Remarks:

1. To propose to the shareholders' meeting to consider and approve the appointment of the Board of Directors or the Chairman of the Executive Committee or the Company's authorised directors or the person appointed by the Board of Directors or the Chairman of the Executive Committee or the Company's authorised directors with full power and authority to perform any acts relating to and/or in connection with the above allocation of the Company's newly issued ordinary shares as necessary and appropriate.

2. The offering and the allocation of the 19,000,000 mn newly issued shares on the private placement basis) to Mr. Surachet Chaipatamanont who is a connected person of the Company as he will thereafter become a director of the Company after the transaction. The transaction of the offering and allocation of newly issued shares is therefore a connected transaction of the Company under the under the Notification of the Capital Market Supervision Board No. 21/2551 RE Rules on Connected Transactions and the Notification of the Stock Exchange of Thailand re Disclosure of Information and Practice of Listed Companies Concerning the Connected Transactions B.E. 2546. The size of the connected transaction equals to THB 19,000,000 the transaction of which is lower than THB 20,000,000

that the Company is required to obtain an approval from the Board of Directors' meeting and the Company has prepared the Information Memorandum concerning the Offering and Allocation of the Newly Issued Shares and Connected Transaction. (Enclosure 3)

3. Although, the Private Placement Offering Price is at the same price as the Right Offering price, but lower than the Market Price, and also lower than the fully diluted price (the average share price calculated based on and consideration of the effect, in proportion of shareholdings, to the shareholders on offering the newly issued shares to the existing shareholders) (which equivalent to THB 1.16 per share). However, the Private Placement Offering Price is not lower than the Right Offering price as stipulated in the Notification of the Capital Market Supervisory Board No. TorJor. 72/2558 re Approving a Listed Company to Offer Newly Issued Shares to Specific Investor and will be subject to the resolution of the Extraordinary General Meeting of the Shareholders with the voting of at least 3 out of 4 of total attendances who attend the meeting and have the right to vote of the Extraordinary General Meeting of the Shareholders No. 1/2017. In addition to an approval obtained from the shareholders' meeting of the Company, without 10% or more of veto right from the shareholders who attend the meeting and have the right to vote, an approval from the Office of the Securities and Exchange Commission is required in accordance with the relevant notification of the Capital Market Supervisory Board.

"Market Price" means the weighted average price of the Company's shares listed on the SET for the previous 7 - 15 consecutive business days prior to the resolution of the Board of Directors' Meeting proposing the Extraordinary General Meeting of Shareholders to approve the capital increase and the allocation of the newly issued shares, which was the share price between 31 August 2017 – 20 September 2017 equal to THB 1.25 per share (source: SETSMART from www.setsmart.com).

2.2 The Company's plan in case there are fractional shares remaining

Round down

3. Schedule for shareholders meeting to approve the capital increase and share allotment

The Extraordinary Meeting of Shareholders No.1/2017 is scheduled to be held on 14 November 2017 held at 3.00 pm at 25F, TP & T, 1 Viphavadee Ragnsit 19 Viphavadee Rangsit Rd., Chatujak, Bangkok, 10900. The share register will be recorded for share transfer in order to determine the right to attend this meeting on 24 October 2017 (amendment per the resolutions of the Board of Directors' meeting No. 9/ 2017, held on 8 October 2017). Also, the resolution appoints the Board of Directors or Managing Director to approve the change/amendment of the record date of the Extraordinary Meeting of Shareholders No.1/2017 and the venue of the meeting as deemed appropriate if company faces the any incidents which resulted in the delay and the amendment to those date.

4. Approval of the capital increase/ share allotment by relevant governmental agency and condition thereto (if any)

4.1 The Company needs to obtain approval from the Extraordinary General Meeting of Shareholders No. 1/2017 for the offering of newly issued shares of THB 200,000,000 at par value of THB 1 per share and related matters.

4.2 The company needs to seek an approval from the Securities Exchanges Commission regarding the private placement at discount.

4.3 The Company needs to register the increase of the Company's registered capital and paid-up capital and the amendment to the Company's memorandum of association with the Department of Business Development, the Ministry of Commerce.

4.4 The Company needs to apply for an approval from the Stock Exchange of Thailand for listing of shares on the Stock Exchange of Thailand pursuant to the relevant rules and regulations after the shares have been offered to the investors (2015)

5. Objectives of the capital increase and plans for utilizing proceeds received from the capital increase

The Company will utilize all proceeds received from the issuance of the newly issued shares to existing shareholders (Rights Offering) and to the specific investors (Private Placement) for the restructure of the capital, internal working capital, the investment related to the investment project of Wastewater Treatment Plant at Mandalay, Myanmar (Reference to the company's acquisition of the concessionaire as of 13 August 2015) and other future projects. The project detail is as followed:

- 1.) To repay the short-term liabilities and some portion of account payables as follow:
 - 1.1) Some portion of not-related account payables of THB 30 mn
 - 1.2) Short-term debt and interest from 2 financial institution which are
 - 1.2.1) Bill of Exchange in an amount of THB 28.33 mn due on 29 December 2017
 - 1.2.2) Overdraft in an amount of THB 1,67 mn
- 2.) To utilize the proceeds on construction service projects as follow:
 - 2.1) Construction of Waste Water Treatment Plant and Collection System, Tha Yang Municipal:

Counterparty	Tha Yang Municipal, Petchburi Province
Operating Company	Hydrotek Plc.
Project Type	Waste Water Treatment Plant and Collection System
Project Value	THB 239 mn
Progress (% of Completion)	28.26 %
Commissioning Date	October 2016

Construction Period	1 Year 6 Months
Capital Requirement from Capital Increase	THB 40 – 50 mn
Source of funding apart from Capital Increase	Internal cashflow and loan from financial institution
Project Risk	1.) The risk of project delaying 2.) The risk of price fluctuation from construction material cost 3.) The risk of budget delaying from related government authority
Expected Benefit	Company expects that projects shall create the IRR of at least 10%

2.2) Provincial Waterworks Expansion Construction PWA*:

Counterparty	PWA
Operating Company	New Joint Venture (Hydro holds 50%)
Project Type	Waterworks Project Expansion
Project Value	THB 558 mn
Progress (% of Completion)	Project is under the formal announcement from PEA
Commissioning Date	1 st Quarter 2018
Construction Period	1 Year 6 Months
Capital Requirement from Capital Increase	THB 40 – 50 mn
Source of funding apart from Capital Increase	Internal cashflow and loan from financial institution
Project Risk	1.) The risk of project delaying 2.) The risk of price fluctuation from construction material cost 3.) The risk of budget delaying from related government authority
Expected Benefit	Company expects that projects shall create the IRR of at least 10%

*Aforementioned project is already awarded from PWA. The project is under formal announcement from the related government authority. Company shall inform shareholders as soon as possible via the website of Stock Exchange of Thailand after the formal announcement has been made.

The nature of company's business is depending on the mixture of capital including equity, working capital and loans from financial institution. However, there is the consideration on utilization of the proceeds from capital increase that company shall utilize based on many factors such as timing, budget, company's personnel, capacity, timing to award from government authority which can be delayed or slip from various reasons. Therefore, company may consider the utilization of proceed to other projects if such projects can generate

higher profit while the aforementioned projects are already funded. Such future projects shall not breach the governance and pricing criteria of company in selection of projects

3.) To invest in the Central Wastewater Treatment Plant and Collecting System of the industrial Zone of Mandalay project which the detail is in following table:

Project Name	Central Wastewater Treatment Plant and Collecting System of the industrial Zone of Mandalay ("CWTP")
Concessionaire Authority	Mandalay City Development Committee ("MCDC")
Name of Operating Company	Hydrotek Supreme Mandalay Company Limited ("HSMC")
Company Holding	The Company 80% : Supreme Enterprise Limited 20%
Type of Project	B.O.T. (Build-Operate-Transfer)
Scope of Project	The concessionaire for construction and operation & maintenance of the waste water treatment plant in the industrial zone of Mandalay City, Myanmar
Concessionaire Period	30 Years with an additional 2 times extension each 10 years.
Construction Period	The construction period shall be completed within 2 years since the commencement date of construction on the project land which has been received from MCDC and receiving Myanmar Investment Commission (MIC) approval permit and also the commencement date of construction which is informed in written from HSMC. HSMC is able to expand or postpone the construction period up to 2 times. If the construction may not be completed within the extended period, HSMC will require to pay MCDC of 20,000 MMK per day.
Capacity (m3/day)	2,000-2,200 m3/day
Construction Period	Within Quarter 4/2018
Scheduled Commercial Operation Date	Within Quarter 1/2019
Expected Capital Expenditure	THB 40 mn
Source of funding apart from Capital Increase	Internal cashflow and loan from financial institution

Total Project Cost	THB 230 mn
Project Risk	HSMC is exposed to the foreign exchange rate movement due to the revenue is denominated in USD
Expected Benefit	Company expects that projects shall create the IRR of at least 10%

6. Benefits which the company will receive from the capital increase and share allotment

An increase of capital by issuing new shares is an alternative fundraising method which can accommodate the Company's business expansion. The proceeds received from the offering of newly issued shares can be used for business expansion, secure the construction projects and investments in various projects of the Company, and as working capital for the Company's business operations, thereby increasing the financial liquidity as well as strengthening the financial position of the Company. Further, the Company will be able to manage its cash flow more efficiently, as well as carry on its business in a sustainable manner.

7. Benefits which the shareholders will receive from the capital increase and the share allocation

7.1 The offering of newly issues shares will increase the Company's working capital which can be utilised in the Company's business operations and expansion, thereby improving the Company's financial position and enhancing the Company's ability to generate more income and profits.

7.2 After the persons to whom the shares have been allocated have actually been registered as the Company's shareholders, such persons will be entitled to receive a dividend when the Company declares a dividend same as the Company's existing shareholders.

8. Other details necessary for shareholders to approve the capital increase and share allotment

The offering of newly issued shares by way of private placement at a discount will have impact on the Company's shareholders as specified in Attachment No. 2 (the Information Memorandum concerning the Offering and Allocation of the Newly Issued Shares of Hydrotek Public Company Limited).

9. Schedule of action where the board of directors of the company passes resolutions approving the capital increase or allocation of new shares

No.	Procedures	Date / Month / Year
1	The Meeting of the Board of Director No. 8/2017	21 September 2017
2	The Meeting of the Board of Director No. 9/2017 (Resolved the amendment of the Extraordinary General Meeting No.1/2017 record date and the Record Date to determine	8 October 2017

No.	Procedures	Date / Month / Year
	the eligible shareholders to subscribe the Rights Offering))	
2	Record Date to determine the eligible shareholders to attend the Extraordinary General Meeting of Shareholders No. 1/2017	24 October 2017* (from 6 October 2017)
3	The Extraordinary General Meeting of Shareholder No. 1/2017	14 November 2017* (from 2 November 2017)
4	Record Date to determine the eligible shareholders to subscribe the Rights Offering	21 November 2017* (from 10 November 2017)
5	Right Offering Subscription Date	6 - 13 December 2017* (from 28 November – 4 December 2017)
6	Private Placement Subscription Date	14 December 2017

Remarks : *Amendment per resolution of The Meeting of the Board of Director No. 9/2017 on 8 October 2017

The Company hereby certifies that the information contained in this report is true and complete in all respects.

-Signature-
(Mr. Slib Soongswang)
Chief Executive Officer
Authorized Signatory

Information Memorandum concerning the Connected Transaction of the Offering and Allocation of the Newly Issued Shares of Hydrotek Public Company Limited

The Board of Directors' meeting of Hydrotek Public Company Limited (the "Company") No. 8/2017 dated September 21, 2017 has resolved to propose to the shareholders' meeting to consider and approve the increase of the Company registered capital in the amount of THB 200,000,000 from the current registered capital of THB 389,968,760 to be the new registered capital of THB 589,968,760 by issuing 200,000,000 newly ordinary shares at the par value of THB 1 per share

For the allocation of the newly issued shares, it is divided into two parts 1) the allocation of 100,000,000 newly issued shares with a par value of THB 1 per share to the existing shareholders of the Company in proportion to their shareholdings (Right Offering) pursuant to which the Company will allocate such remaining unsubscribed shares to those shareholders who have expressed their intention to subscribe for shares in excess of their shareholdings in accordance with their shareholding for another round with the same price as the Right Offering price. The remaining shares of the aforementioned and the Right Offering will be allocated to Mr. Somprasong Panjalak who is not a connected person of the Company, at the offering price of THB 1 per share and 2) the allocation of the 100,000,000 newly issued shares at the offering price of THB 1 per share (the "Private Placement Offering Price") on a private placement basis to Mr. Somprasong Panjalak in an amount of 81,000,000 shares and Mr. Surachet Chaipatamanont in an amount of 19,000,000 shares - Mr. Surachet Chaipatamanont, whereby, is a connected person of the Company under the Notification of the Capital Market Supervision Board No. 21/2551 RE Rules on Connected Transactions and the Notification of the Stock Exchange of Thailand re Disclosure of Information and Practice of Listed Companies Concerning the Connected Transactions B.E. 2546. (the "Connected Transaction Notification") The size of the connected transaction equals to THB 19,000,000 the transaction of which is lower than THB 20,000,000 that the Company is required to obtain an approval from the Board of Directors' meeting and prepare the information memorandum the Company has prepared the Information Memorandum concerning the Connected Transaction of the Offering and Allocation of the Newly Issued Shares

1. Date, month and year of the transaction and the relevant parties

In this regard, the Company will proposed the capital increase and the allocation of newly issued shares to the Extraordinary General Meeting No. 1/2017 on November 2, 2017 for the shareholders' consideration. Therefore, the transaction of capital increase on a private placement basis to the connected person is expected to take place in early December 2017.

2. Characteristic, type and size of the transaction

The allocation and the offering of the 19,000,000 newly issued shares at the offering price of THB 1 per share (the "Private Placement Offering Price") on a private placement basis to Mr. Surachet Chaipatamanont, whereby, is a connected person of the Company. The Private Placement Offering Price is not lower than the Right

Offering price, but lower than the Market Price as stipulated in the Notification of the Capital Market Supervisory Board No. TorJor. 72/2558 re Approving a Listed Company to Offer Newly Issued Shares to Specific Investors.

“Market Price” means the weighted average price of the Company’s shares listed on the SET for the previous 7 - 15 consecutive business days prior to the resolution of the Board of Directors’ Meeting proposing the Extraordinary General Meeting of Shareholders to approve the capital increase and the allocation of the newly issued shares, which was the share price between August 31, 2017 – September 20, 2017 equal to THB 1.25 per share (source: SETSMART from www.setsmart.com)).

In addition, in the case that on the date the newly issued shares allocated to Mr. Surachet Chaipatamanont, the offering price is lower than 90% of the Market Price according to the Notification of the Stock Exchange of Thailand re Rules, Conditions, and Procedures Governing the Listing of Ordinary or Preferred Shares Issues for Capital Increase B.E. 2558 (Market Price means a weighted average price of shares traded in the SET for not less than 7 consecutive business days but not exceeding 15 consecutive business days prior to the first date on which such shares are offered for sale) the Company shall prohibit and Mr. Surachet Chaipatamanont from selling any of them within the period of 1 year from the commencement date on which the shares are traded on the SET. Upon completion of 6-month period of trading of such shares issued for capital increase on the SET, Mr. Surachet Chaipatamanont can gradually sell their Shares that are subject to the prohibition of sale at 25 percent of the total number of newly issued shares that are subject to the prohibition of sale.

In this regard, the offering and the allocation of the newly issued shares on the private placement basis to Mr. Surachet Chaipatamanont who is a connected person of the Company as he will thereafter become a director of the Company after the transaction. The transaction of the offering and allocation of newly issued shares is therefore a connected transaction of the Company under the under the Notification of the Capital Market Supervision Board No. 21/2551 RE Rules on Connected Transactions and the Notification of the Stock Exchange of Thailand re Disclosure of Information and Practice of Listed Companies Concerning the Connected Transactions B.E. 2546. The size of the connected transaction equals to THB 19,000,000 the transaction of which is lower than THB 20,000,000 that the Company is required to obtain an approval from the Board of Directors’ meeting

3. Total Value and criteria used in determining total value of the transaction

The offering and the allocation of the newly issued shares on the private placement basis to Mr. Surachet Chaipatamanont who is a connected person of the Company as he will thereafter become a director of the Company after the transaction.

Total Transaction Value:	An amount of THB 19,000,000 in exchange for the private placement allotment of 19,000,000 mn shares
Relationship to Company*:	Director
Shareholding after Capital Increase:	3.22%

Criteria in Calculation:	<p>The total size of transaction can be calculated as follow:</p> <p>1.) NTA = THB 40,178,931 (as of Q2/2017) 3% x NTA = THB 1,205,368</p> <p>2.) Transaction is valued at lower or equal THB 20 mn, but higher than THB 1 mn</p> <p>Therefore, the transaction size is specified as the “Medium Size” of the connected transaction</p>
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* Mr. Surachet Chaipatamanont shall be nominated and be appointed as the Director of the company after the capital increase.

4. Details of connected person

Name: Mr. Surachet Chaipatamanont

Nationality: Thai

Address: No. 1224-1228 Mittraphap Road Nai Muang Sub-district Nakhon Ratchasima District, Nakhon Ratchasima Province

Occupation: Businessman

Workplace: Senior Partner, Prime Road Group

Relationship with the Company: Mr. Surachet Chaipatamanont will become a director of the Company after the offering and the allocation of the newly issued shares

Currently, Mr. Surachet Chaipatamanont have no connection to the company neither the management, the controlling persons nor the major shareholder of the Company. However, after the offering and the allocation of the newly issued shares on the private placement basis, Mr. Surachet Chaipatamanont shall be appointed to be a director of the Company. Mr. Surachet Chaipatamanont therefore will be the Company’s management and the connected person under the relevant Connected Transaction Notification

5. Characteristics and scope of interest of connected person

Pursuant the Extra Ordinary Meeting No.1/2017 if the meeting resolves the capital increase and allot the capital increase on a private placement basis as well as the connected transaction, Mr. Surachet Chaipatamanont shall receive the PP shares of 19,000,000 mn shares at par value of THB 1 per share and the offered price at THB 1 per share. Therefore, Mr. Surachet Chaipatamanont will become the shareholder of the company with holding percentage of 3.22% from 0% after the transaction and then he shall be appointed to be director of the company.

6. Directors who have interest and/or directors who are connected persons

No directors have interest or are a connected persons of the Company.

7. Opinion of the Board of Directors on the entering into the connected transaction

The Board of Directors considered that the allotment of shares on private placement basis to, Mr. Surachet Chaipatamanont is reasonable. The capital increase will benefit the company's financial position and future business plan. Meanwhile, Mr. Surachet Chaipatamanont is a very well-known person for his financial knowledge and specialist. The company which has been through the financial difficulties for a long period shall be resolved with his vision and consultation. Company expects that with his involvement company will rebound the financial performance into the green territories in a short period of time.

8. Opinion of the audit committee and/or directors of the Company which is different from that of the Board of Directors under Clause 7

The audit committee and/or directors of the Company do not view the matter otherwise.

-Signature-

(Mr. Slib Soongswang)

Chief Executive Officer

Authorized Signatory