



บมจ.0107537002109

บริษัท ดีมีเตอร์ คอร์ปอเรชั่น จำกัด (มหาชน)

Demeter Corporation Public Company Limited

เลขที่ 191/43 อาคารซีทีไอ ทาวเวอร์ ชั้น 21 ถนนรัชดาภิเษก แขวงคลองเตย เขตคลองเตย กรุงเทพฯ 10110

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DCORP 142/2017

November 1, 2017

Re: Clarification on Extension of the Acquisition and Subscription of Shares in Hero Experience Co., Ltd.

To: President

The Stock Exchange of Thailand

As Demeter Corporation Public Company Limited (the “Company”) informed the Stock Exchange of Thailand on September 15, 2017 of the resolution of the Company’s board of directors approving the investment in digital hyper-reality attraction under the Marvel Experience Project (Theme Entertainment Attraction – TMX) of Hero Experience Co., Ltd. (“Hero Experience”) by means of (1) subscription of 805,264 newly issued shares of Hero Experience equivalent to 30 percent of the registered capital of Hero Experience at the subscription price of Baht 335.29377 per share and at the total price of Baht 270,000,000 and (2) acquisition of 67,106 ordinary shares in Hero Experience from Travel Channel Agency Co., Ltd. equivalent to 2.5 percent of the registered capital of Hero Experience at the purchase price of Baht 149.018 and at the total purchase price of Baht 10,000,000 (the “Transaction”). We informed you that the Transaction will occur upon the conditions precedent under the share subscription and share purchase agreement have been fulfilled, including the legal due diligence, use of the intellectual property in relation to the project and the execution of the shareholders agreement, provided however that the Transaction will be completed within October 31, 2017 (the “Transaction Completion”).

The Company would like to clarify that the Transaction Completion will be extended for certain period as material conditions precedent required under the share subscription and share purchase agreement have not yet completed. Such material conditions include implementation of conditions of licensing of the intellectual property rights to operate the project and negotiation of the terms of the shareholders agreement. In this regard, the Company anticipate that the foregoing conditions and the Transaction will be completed by December 2017.

Please be informed accordingly.

Sincerely Yours,

Demeter Corporation Public Company Limited

-Signature-

(Mr. Teerawit Charuwat)

Director and Chief Executive Officer