



At JSP 60/11/02

10 November, 2017

Subject : Connected Transaction (Sale of Land), Invitation to Shareholders to propose agenda and nominee's name for being the Director for the AGM's Meeting in 2018

To : President
The Stock Exchange of Thailand

The Board Of Directors Meeting of J.S.P. Property Public Company Limited ("Company") No. 11/2017 held on 10 November, 2017. Approved the connected transaction the details as follows:

1. **Approved for J.S.P. Property Public Company Limited sale of Land to Winning Grand (Thailand) Company Limited**

1) **Transaction Date**

Within December, 2017

2) **Type of Transaction**

Relating to property and service

3) **Related Parties**

● **Signatory**

Purchaser : Winning Grand (Thailand) Company Limited

Seller : J.S.P. Property Public Company Limited

● **Relationship**

Mr. Pichet Neerapitak is Mr. Peera Neerapitak's son, who has related with the parties as follows:

Name	Winning Grand (Thailand) Co.,Ltd		J.S.P. Property Public Company Limited	
	Relationship	Ratio of shareholder	Relationship	Ratio of shareholder
1. Mr. Pichet Neerapitak	Director	40%	-	-
2. Mr. Peera Neerapitak	-	-	Director	2.68%

4) General Description of the Transaction

J.S.P. Property Public Company Limited intend to sale the idle asset, Deed No. 332983 and 333835 located in Praksa sub-district, Mueang Samut Prakan district, Samut Prakan province in total area 21 Rai 1 Ngan 37.6 square wa the price of 138,736,000 Baht.

5) Objective of Transaction

To preparing Working Capital for increase liquidity of business.

6) Criteria for Valuation of Transaction

The company offered for sale by the price neither lower than nor significantly different from the average values of the land assessed by an independent appraiser approved by the SEC. An appraiser is Ultima Appraisal Company Limited, who made an assessment on 3 August, 2017. The cost of Assessment is 123,800,000 Baht.

The transaction is categorized as a connected transaction relating to assets or service. The value of the transaction is 138.74 million Baht or 2.69% of the net tangible asset value of the Company and its subsidiaries. The transaction value is larger than 0.03% but is lower than 3% of the net tangible asset value of the Company and its subsidiaries according to the consolidated financial statement at 30 September, 2017. Thereby the Company have to ask the approval for the Board Director Meeting and disclosure information this transaction for the SET.

This transaction was not considered as a material transaction of disposal of Asset according to the Notification of the Capital Market Supervisory Board No.Tor.Chor 20/2551 Re : Rules on Entering into Material Transaction Deemed as Acquisition or Disposal of Assets and the Notification of the Board of Governors of Set Re : Disclosure of Information of Listed Companies Concerning Acquisition or Disposal of Assets, 2004 as the size of the transaction was 1.21% calculated via the value of securities for the assets acquired which was the highest criteria but still less than 15% calculation including disposal of asset occurring during period of six months.(base on financial statement ended September 30,2017)

7) The Benefits of the Transaction

The company can be increase liquidity of business by sale the idle assets, don't take on loan from financial institution that reducing the cost of interest.



8) **The condition with effect to right of shareholder**

None

9) **Opinion of the Board of Directors**

In the Board of Directors Meeting No. 11/2017, and the Board of Audit Committee No. 4/2017 held on 10 November, 2017 was recommended that the transaction is appropriate.

In the Board of Directors Meeting, when considering this connected transaction, directors who are connected did not attend the meeting and did not vote.

10) **Opinion of Audit Committee and/or Directors Opposing the transaction**

None

2. Invitation to Shareholders to propose agenda and nominees' name for being the Director in advance for the Annual General Shareholder's Meeting in 2018

Reference to the good corporate governance principles on the subject of the equitable treatment of Shareholders, J.S.P. Property Public Company Limited would like to invite our Shareholders to propose agenda and/or the qualified candidates' names to be elected as the company's Director on the Annual General Shareholder's Meeting in 2018 in advance since November 16 – December 30, 2017. Shareholder shall conveniently consider the criteria and further information on such matter on the Company's website at www.jsp.co.th

Please be information accordingly,

Yours Sincerely,

Chavalit Taratikundech

Mr. Chavalit Taratikundech

Company Secretary