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Ref. No. SorNor. 036/2018

August 10, 2018

To: The President

The Stock Exchange of Thailand

Re: Disclosure of Information regarding Connected Transaction by Subsidiary

Whereas, the Board of Directors' Meeting of Oishi Group Public Company Limited (the Company) No. 5/2018, which was held on August 10, 2018 has approved the entry to the connected transaction of Oishi Trading Company Limited (Oishi Trading), a subsidiary of the Company, and Sura Piset Pattharalanna Company Limited (Sura Piset Pattharalanna), connected entity, in renewal of lease agreement, service agreement and purchasing of raw water agreement for the Cold Aseptic Filling Line 2 and Line 4 for PET Bottles Projects (the CAF Project) located at Salaeng Phan sub-district, Wang Muang district, Saraburi province. These transactions are considered as connected transaction with the details as follows;

1. Leasing of Lands and Buildings

1.1 Date of transaction September 1, 2018

1.2 Details of transaction

1. Leasing of 7 plots of land located at Salaeng Phan sub-district, WangMuang district, Saraburi province totaling to 232 Rai 149 Square wah (Sq.wah).
The details are as follows:

No.	Type of Certificate of Ownership	No. of document	Survey page	Area
1.	Nor.Sor.3 Kor	42	-	45 Rai 230 Sq.wah
2.	Nor.Sor.3 Kor	43	-	29 Rai 130 Sq.wah
3.	Nor.Sor.3 Kor	44	-	32 Rai 370 Sq.wah
4.	Title deed	4159	642	39 Rai 20 Sq.wah
5.	Title deed	4161	644	31 Rai 150 Sq.wah

No.	Type of Certificate of Ownership	No. of document	Survey page	Area
6.	Title deed	4162	645	17 Rai 392 Sq.wah
7.	Title deed	4163	646	36 Rai 57 Sq.wah
Total area				232 Rai 149 Sq.wah

Including the buildings No. 333, Moo.1 Salaeng Phan sub-district, Wang Muang district, Saraburi province.

2. Rental term of 3 years starting from September 1, 2018 to August 31, 2021.
3. Rental and Service fees are totaling to Baht 927,740 per month (including VAT)

1.3 Related Parties

Lessee: Oishi Trading Company Limited, a subsidiary of the Company in which the Company holds 99.99% of shares

Lessor: Sura Piset Pattharalanna Company Limited

1.4 Connected Nature

ThaiBev is the major shareholder of the Company and Sura Piset Pattharalanna at 79.66% and 99.99% respectively.

1.5 Type and Size of transaction

It is considered as connected transaction of lease of immovable property of not exceeding 3 years. The transaction amount calculated throughout the term of the agreement is approximately at Baht 33,398,640 (including VAT) totaling to 0.58% of the Company's Net Tangible Asset (the Company's Net Tangible Asset on the consolidated financial statement as of June 30, 2018 as reviewed by the auditor is Baht 5,779,748,000). The transaction exceeds the threshold of Baht 1,000,000 but less than Baht 20,000,000 or exceeds 0.03% but less than 3% of the Net Tangible Asset which is required to disclose details of the transaction to the Stock Exchange of Thailand.

1.6 Rationale and necessity of the transaction

The land and the building are the location of the CAF Project. The distinctive features of the land and the building including facilities and other infrastructures made it difficult to compare the rental and service fee with other available lands and buildings. However, taking into consideration of the followings, it is highland thus reducing the risk of flood, it is convenient in transportation and distribution, the facilities and infrastructures are adequate for the project, the increase of rental and

service fee by 10% are still fair and reasonable to the location and size of the land and rental and service fees remain the same for 6 years.

After the expiration of the Lease Agreement, Oishi Trading has the option to renew the lease term for another 3 years and the parties will negotiate the appropriate rental and service fees for such renewal term.

In addition, if Sura Piset Pattharalanna wishes to sell the land and the building during the rental term whether a whole or part of the land, Oishi Trading has the first right to buy or refusal.

From the aforementioned, the renewal of lease agreement should be of the best benefit to the group of companies and the rental and service fees are also fair and reasonable.

1.7 Directors who abstained from vote in the Board of Directors' Meeting

The directors who are representatives from ThaiBev abstained from voting in this agenda as follows:

- | | | |
|----|-------------------------------|------------------------------|
| 1. | Mr. Thapana Sirivadhanabhakdi | Vice Chairman |
| 2. | Mr. Sithichai Chaikriangkrai | Director |
| 3. | Mr. Ueychai Tantha-Obhas | Director |
| 4. | Mr. Pisanu Vichiensanth | Director |
| 5. | Mrs. Nongnuch Buranasetkul | Director and President & CEO |

In this connection, Mr. Prasit Kovilaikool, the Chairman and Independent Director, and Ms. Potjane Thanavarant, Independent Director and Audit Committee member, expressed their wishes to abstain from voting on this agenda.

1.8 Opinion of the Board of Directors

The Board of Directors has considered and is of the opinion that the entry to such transaction is reasonable and for the best benefit for the OISHI group of companies thus approved the entry to such transaction.

1.9 Opinion of the Audit Committee and/or directors of the Company which are different from the opinions of the Board of Directors' opinion

-None-

2. Servicing Space for Waste of the Manufacturing (Service Agreement)

2.1 Date of transaction September 1, 2018

2.2 Details of transaction

1. Servicing space for waste of the manufacturing including maintenance service of the area to be in good conditions for use.
2. Term of Service is 3 years starting from September 1, 2018 to August 31, 2021.
3. Service fees is totaling Baht 1,059,300 per month (including VAT)

2.3 Related Parties

Client: Oishi Trading Company Limited, a subsidiary of the Company in which the Company hold 99.99% of shares

Servicer: Sura Piset Pattharalanna Company Limited

2.4 Connected Nature

ThaiBev is the major shareholder of the Company and Sura Piset Pattharalanna at 79.66% and 99.99% respectively.

2.5 Type and Size of transaction

It is considered a connected transaction which is the support normal business transaction without general trading conditions. The size of the connected transaction calculated throughout the term of the agreement is approximately Baht 38,134,800 (including VAT) totaling to 0.66% of the Net Tangible Asset of the Company (the Company's Net Tangible Asset on the consolidated financial statement as of June 30, 2018 as reviewed by the auditor is Baht 5,779,748,000). The transaction exceeds the threshold of Baht 1,000,000 but less than Baht 20,000,000 or exceeds 0.03% but less than 3% of the Net Tangible Asset which is required to disclose details of the transaction to the Stock Exchange of Thailand.

2.6 Rationale and necessity of the transaction

The CAF Project requires space to contain waste generated from the manufacturing process which must be appropriate and in compliance with environmental requirements. The distinctive features of the area details and type of service made it difficult to compare the service fee with other servicers. However, considering that the area and the service conditions are suitable to the needs of Oishi Trading and Sura Piset Pattharalanna is also the lessor of the land used for the project, they familiar with the area and will be able to provide services and solve any issues that may arise in the area. The increase of service fee by 10% is also reasonable to the space and conditions of services and the fees remain unchanged for 6 years.

From the aforementioned, the renewal of the Service Agreement is thus for the best benefit and the service fee is also fair and reasonable.

2.7 Directors who abstained from vote in the Board of Directors' Meeting

The directors who are representatives from ThaiBev abstained from voting in this agenda as follows:

- | | |
|----------------------------------|------------------------------|
| 1. Mr. Thapana Sirivadhanabhakdi | Vice Chairman |
| 2. Mr. Ueychai Tantha-Obhas | Director |
| 3. Mr. Sithichai Chaikriangkrai | Director |
| 4. Mr. Pisanu Vichiensanth | Director |
| 5. Mrs. Nongnuch Buranasetkul | Director and President & CEO |

In this connection, Mr. Prasit Kovilaikool, the Chairman and Independent Director, and Ms. Potjane Thanavarant, Independent Director and Audit Committee member, expressed their wishes to abstain from voting on this agenda.

2.8 Opinion of the Board of Directors

The Board of Directors has considered and is of the opinion that the entry to such transaction is reasonable and for the best benefit for the OISHI group of companies thus approved the entry to such transaction.

2.9 Opinion of the Audit Committee and/or directors of the Company which are different from the opinions of the Board of Directors' opinion

-None-

3. Purchasing of Raw Water (Purchase Agreement)

3.1 Date of transaction September 1, 2018

3.2 Details of transaction

1. To purchase raw water to be used in the business and manufacturing of Oishi Trading
2. Term of purchase is 3 years starting from September 1, 2018 to August 31, 2021.
3. Price of the raw water is Baht 22 per cubic metre with the minimum purchase volume of 40,000 cubic metre per month totaling of Baht 941,600 per month (including VAT).

3.3 Related Parties

Purchaser: Oishi Trading Company Limited, a subsidiary of the Company in which the Company hold 99.99% of shares

Seller: Sura Piset Pattharalanna Co., Ltd.

3.4 Related Nature

ThaiBev is the major shareholder of the Company and Sura Piset Pattharalanna at 79.66% and 99.99% respectively.

3.5 Type and Size of transaction

It is considered a connected transaction which is the support normal business transaction without general trading conditions. The size of the connected transaction calculated from the minimum purchase volume throughout the term of the agreement is approximately Baht 33,897,600 (including VAT) totaling to 0.59% of the Net Tangible Asset of the Company (the Company's Net Tangible Asset on the consolidated financial statement as of June 30, 2018 as reviewed by the auditor is Baht 5,779,748,000). The transaction exceeds the threshold of Baht 1,000,000 but less than Baht 20,000,000 or exceeds 0.03% but less than 3% of the Net Tangible Asset which is required to disclose details of the transaction to the Stock Exchange of Thailand.

3.6 Rationale and necessity of the transaction

The CAF Project requires considerable amount of water. The source of raw water is necessary to prevent the risk of water shortage during the manufacturing process in order to run the production line continuously. The distinctive features of the area, quality and the amount of the raw water made it difficult to compare the purchase price with other sellers. However, considering general factors such as the amount and quality of raw water that is suitable for the needs of Oishi Trading. Moreover, the source of raw water is adjacent to the project area thus very convenient in transportation. The increase in price by 10% is also reasonable considering the amount of water need and the quality of the raw water and the price of raw water remains the same for 6 years.

From the aforementioned, the renewal of Purchase Agreement is thus for the best benefit and the price of raw water is also fair and reasonable.

3.7 Directors who abstained from vote in the Board of Directors' Meeting

The directors who are representatives from ThaiBev abstained from voting in this agenda as follows:

- | | |
|----------------------------------|------------------------------|
| 1. Mr. Thapana Sirivadhanabhakdi | Vice Chairman |
| 2. Mr. Ueychai Tantha-Obhas | Director |
| 3. Mr. Sithichai Chaikriangkrai | Director |
| 4. Mr. Pisanu Vichiensanth | Director |
| 5. Mrs. Nongnuch Buranasetkul | Director and President & CEO |

In this connection, Mr. Prasit Kovilaikool, the Chairman and Independent Director, and Ms. Potjane Thanavaranit, Independent Director and Audit Committee member, expressed their wishes to abstain from voting on this agenda.

3.8 Opinion of the Board of Directors

The Board of Directors has considered and is of the opinion that the entry to such transaction is reasonable and for the best benefit for the OISHI group of companies thus approved the entry to such transaction.

3.9 Opinion of the Audit Committee and/or directors of the Company which are different from the opinions of the Board of Directors' opinion

-None-

By concluding the above transactions with other connected transactions occurred during the past 6 months consisted of the total value of Baht 23,968,000 (including VAT), total transaction value is equal to Baht 129,399,040 (including VAT) or 2.24% of net tangible asset (the Company's Net Tangible Asset on the consolidated financial statement as of June 30, 2018 as reviewed by the auditor is Baht 5,779,748,000). The transaction exceeds the threshold of Baht 1,000,000 but less than Baht 20,000,000 or exceeds 0.03% but less than 3% of the Net Tangible Asset which is required to disclose details of the transaction to the Stock Exchange of Thailand.

Please be informed accordingly.

Yours sincerely,

-Signature-

(Miss Janthana Ratanaamornchai)
Company Secretary