



Our Ref: CEO 015/2018

10 August 2018

Subject Resolution of the Board of Directors Meeting No.3/2018

Attn. To President of the Stock Exchange of Thailand

AgriPure Holdings Public Company Limited (“Company”) hereby notify you from the resolution of the Board of Director’s Meeting No.3/2018, held on August 10, 2018 with the following resolutions:

1. Approved the Board of Directors of the Company Meeting No.2/2018 on May 11, 2018.
2. Acknowledged the operation results of the Company for the 2nd quarter ended June 30,2018.
3. Approved the Statement of financial position and statements of comprehensive income for the 2nd quarter ended June30,2018.
4. Approved to purchase and sell machinery between Subsidiary company ,River Kwai Co., Ltd, and Chiang Rai Frozen Foods Co., Ltd.

- River Kwai International food industry co., Ltd buy machinery for 1,686,300.00 Baht

Related business consideration	
Subject	Selling Machinery between subsidiary company (River Kwai Co., Ltd with Chiang Rai Frozen Food Co., Ltd.
Board Resolution Date	10 th August 2018
Transaction Type	Selling used machinery
Transaction Details	Subsidiary company (River Kwai Co., Ltd) by the resolution of the board of director ‘s meeting No. 4/2018 approved to buy used machine around 95% from Chiang Rai Frozen Co., Ltd for 2 units with 1,686,300.00 Baht
Relationship Type	River Kwai International food PLC. Is 99.99% owned by Agripure Holding Co., Ltd under Mr. Suredpon Jungrunruangkit, who is Chairman and Authorized Director. Moreover, it is 35.36% to be owned by Pongkawin’s brother who is Director & Authorized December of Chiang Rai Frozen Food Co., Ltd
Transaction total amount	1. River Kwai International food industry co., Ltd buy machinery for 1,686,300.00 Baht. This is the price that agreed between buyer and seller by comparing

AgriPure Holdings Public Company Limited บมจ. 454

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	on accounting valuation of Chiang Rai Frozen Co., Ltd
Transaction Size	0.11% of Net Tangible Asset on 31st March 2018 is considered by only medium size which is more than 1 million Baht by less than 20 Million Baht or more than 0.03% by less than 3% from Net Tangible Asset by choosing higher value.
The sources of funds	From working capital of the Company or the fund received from capital increase.
Board opinion	Board resolution to approve for River Kwai International Food Industry Co., Ltd buy machinery from Chiang Rai Frozen Food Industry Co., Ltd
Audit Committee opinion	Agreed with Board of Director

- Subsidiary company (River Kwai Co., Ltd) sell the old machine to Chiang Rai Frozen Food Co.,

Related business consideration	
Subject	Selling Machinery between subsidiary company (River Kwai Co., Ltd with Chiang Rai Frozen Food Co., Ltd.
Board Resolution Date	10 th August 2018
Transaction Type	Selling used machinery
Transaction Details	Subsidiary company (River Kwai Co., Ltd) by the resolution of the board of director's meeting approved to buy old machinery, Scalp and corn cutter for 1,500,000 Baht
Relationship Type	River Kwai International food PLC. Is 99.99% owned by Agripure Holding Co., Ltd under Mr. Suredpon Jungrungrangkit, who is Chairman and Authorized Director. Moreover, it is 35.36% to be owned by Pongkawin's brother who is Director & Authorized Decemder of Chiang Rai Frozen Food Co., Ltd
Transaction total amount	Subsidiary company (River Kwai Co., Ltd) sell the old machine to Chiang Rai Frozen Food Co., Ltd for 1,500,000.00. This is the price that agreed between buyer and seller by comparing on accounting valuation of River Kwai International food .
Transaction Size	0.10% of Net Tangible Asset on 31st March 2018 is considered by only medium size which is more than 1 million Baht by less than 20 Million Baht or more than 0.03% by less than 3% from Net Tangible Asset by choosing higher value.
Board opinion	Board resolution to approve for River Kwai International Food Industry Co., Ltd sell machinery to Chiang Rai Frozen Food Co., Ltd .

Audit Committee opinion

Agreed with Board of Director

Ltd for 1,500,000.00 Baht.

Please be informed

Yours sincerely,



(Ms. Sineemas Sotpiparpnukul)

Chief Executive Officer

Authorized Director