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Ref. No. U.SET 033/2018

September 4, 2018

Subject : Acquisition of 50 percent of ordinary shares in UBM + VH Hotels GmbH

To : The President
The Stock Exchange of Thailand

U City Public Company Limited (the “**Company**”) would like to inform you that on this day (September 4, 2018), Vienna International Hotelmanagement AG (“**VI**”) (which is a subsidiary in Austria in which the Company indirectly holds 100 percent of shares via Lombard Estate Holdings Limited, which is a subsidiary in which the Company holds 100 percent of its total registered capital) has acquired 2,350,000 ordinary shares or equivalent to 50 percent of paid-up capital of UBM + VH Hotels GmbH (“**UBM JV**”) from UBM hotels München GmbH (“**UBM Hotels**”) at a total selling price of EUR 2,650,000 (or equivalent to Baht 101,601,000). In this regard, the purpose of UBM JV is to carry on hotel management service business. The details of which are as follows:

Name:	UBM + VH Hotels GmbH
Registered Office:	Albert-Rosshaupter Straße 43, 81 369 Munich.
Incorporated under the laws of:	Germany
Type of business:	Hotel management service
Registered capital:	EUR 4,700,000 or equivalent to Baht 180,198,000 (divided into 4,700,000 shares)
Par value:	EUR 1 or equivalent to Baht 38.34
Paid-up capital:	EUR 4,700,000 or equivalent to Baht 180,198,000
Type of the acquired asset:	2,350,000 ordinary shares of UBM + VH Hotels GmbH, equivalent to 50 percent of its total paid-up capital
Selling price:	EUR 2,650,000 or equivalent to Baht 101,601,000 (the selling price is mutually agreed between the parties, and calculated from the estimated revenue and the reasonable market price.)
Shareholding structure after the completion of shares selling:	1) UBM Hotels holds shares in proportion of 50 percent 2) VI holds shares in proportion of 50 percent
Director Structure:	1) Mr.Johanna Weichselbaumer 2) Mr.Marten Ijkema 3) Mr.Rolf Hübner 4) Mr.Erwin Zeller
Funding Source:	Working capital of the Company

As a result of the completion of this transaction, UBM JV has turned its status into the associated company of the Company. In this respect, UBM Hotels does not have any relationship with the Company and this transaction is not a connected transaction under the Notification of the Capital Market Supervisory Board No. TorChor. 21/2551 Re: Rules on Connected Transactions 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 Connected Transactions B.E. 2546 (as amended).

Moreover, according to the Company's latest consolidated financial statement ended June 30, 2018, the total transaction size of acquisition of the aforementioned ordinary shares based on the total value of consideration paid criteria, is equivalent to 0.1821 percent, which does not fall within criteria under the Notification of the Capital Market Supervisory Board No. TorChor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets, and does not fall within the disclosure requirement under 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 Disposal of Assets, B.E. 2547 (as amended). Thus, during the past 6 months, the Company and its subsidiaries have acquired other assets in the amount of approximately Baht 522,410,035.06, representing the total transaction size of 1.1792 percent as disclosed to the Stock Exchange of Thailand.

Reference is made to the foreign exchange rate of EUR currency in comparison with Baht currency according to the Notification of the Bank of Thailand as of September 4, 2018, of which EUR 1 is equivalent to Baht 38.34.

Please be informed accordingly.

Sincerely yours,
U City Public Company Limited

(Ms. Piyaporn Phanachet)
Chief Executive Officer