



At JSP 111/2561(OOP)

October 16, 2018

Subject Notification of the connected transaction-borrowing from connected person (ADD)

To The President  
The Stock Exchange of Thailand

The Board of Director's Meeting No. 13/2018 of J.S.P. Property Public Company Limited, held on October 16, 2018 agree to approved the receive financial assistance from connected persons that transaction is a connected transaction according to the Notification of the Securities and Exchange Commission. The details as follows:

**1) Date of entering into the transaction**

Within October, 2018

**2) The Related Parties and Relationship with J.S.P.Property Public Company Limited**

Lender : Mr. Pongsak Sawatyanon and/or Mr. Boonyong Sawatyanon  
including related and close relatives

Relationship : The major shareholder of the Company (J.S.P.) and hold  
1,054,791,300 Shares, equivalent to 25.11% of the paid-up  
of the company (Including related and close relatives) (At as  
September 30, 2018)

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



**3) General Characteristics of the transaction**

Amount of Loan	:	400,000,000 Baht (Revolving)
Interest Rate	:	8.00 % per annum
Term of Loan	:	12 months
Payment of Interest	:	Every Month
Payment of Principal	:	Principal of payment at 1 year
Collateral	:	<b>The Mortgage Register on Land and Standard Constructions in the rental area of Miami Bangpu Project, which the estimated values are Baht 466 Million. (The Appraisal is estimated by Altima Appraisal Company Ltd.,)</b>

**4 Total Value and Valuation criteria of the transaction.**

4.1) The Connected Transaction that occurred during the period of 6 months before the date that the company renew the transaction with the person and close-relative, are as follow;

4.1.1) The interests amount of 61.73 million baht

<b>Size of Transaction</b>	:	61.73 million baht/ 5,129.35 million baht
<b>Size of Transaction</b>	:	Size of the transaction equal to 1.20% of the net tangible assets by calculating from the consolidate financial statement of the Company and its subsidiaries as at June 30, 2018



บริษัท เจ. เอส. พี. พร็อพเพอร์ตี้ จำกัด (มหาชน)  
J.S.P.PROPERTY PUBLIC COMPANY LIMITED

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Tel. 02-897-8888, 02-897-8800 Fax. 02-897-8890

Borrower	Lender	Approved Loan (MB)	Interest Rate	Period of time	Value of Interest (MB)	Release Date	Due Date
JSP	Mr. Pongsak Sawatyanon Mr. Preecha Sawatyanon	70.00 60.00	6.00% per annum	1 year	4.88*	25/02/2018	24/05/2018
JSP	Mr. Pongsak Sawatyanon	300.00**	9.00 per annum	1 year	27.00	(1 <sup>st</sup> : 100 MB) 27/12/2017 (2 <sup>nd</sup> : 110 MB) 15/01/2018 (3 <sup>rd</sup> : 70 MB) 5/02/2018	27/12/2018 15/01/2019 5/02/2019
JSP	Mr. Pongsak Sawatyanon	100.00***	7.00 % per annum	1 year	1.85	17/03/2018	17/12/2018
JSP	Mr. Pongsak Sawatyanon	150.00	7.00 % per annum	1 year	10.50	05/04/2018	05/04/2019
JSP	Mr. Pongsak Sawatyanon	150.00	7.00% per annum	1 year	10.50	25/06/2018	25/06/2019
JSP	Mr. Pongsak Sawatyanon	100.00	7.00 % per annum	1 year	7.00	20/08/2018	20/08/2019
The total of transaction in 6 period					****61.73		

1. \* The company required to extend the period of loan, from the previous on 24/02/2018

1<sup>st</sup> extended : Extended for 3 months, the remaining loan amount of 115.8 million baht, interest rate amount of 1.74 million baht

2<sup>nd</sup> extended : Extended for 6 months, the remaining loan amount of 104.58 million baht, interest rate amount of 3.14 million baht

Summary of the interest of the extend period amount of 4.88 million baht

2. \*\* The company has to separate the loan for 3 times

3. \*\*\* The company required to extend the period of loan for 9 months, from the previous on 17/03/2018. The remaining loan amount of 35.25 million baht, interest rate of the extend period amount of 1.85 million baht.

\*\*\*\* The interest calculated by the approved loan and the period of loan.

#### 4.1.2) Guarantee Fee

Guarantee Fee 1 % per annum of Collateral's value

$$= (1\% 50,000,000)$$

$$= 500,000 \text{ baht}$$

**Size of Transaction**

$$= 0.50 \text{ million baht/ } 5,129.35 \text{ million baht}$$

$$= 0.01 \text{ of the net tangible assets}$$



#### 4.2) Size of Transaction (Present)

**Amount of Interest 32 Million Baht (Loan 400,000,000 \* Interest Rate 8% per annum)**

= 32,000,000 Baht

Size of Transaction

= 32 MB/ 5,129.35 Million Baht

= 0.62% of the net tangible assets

#### 4.3) Size of Transaction (Total)

**Size of Transaction** : Size of the transaction equal to 1.83% of the net tangible assets by calculating from the consolidate financial statement of the Company and its subsidiaries as at June 30, 2018

**Size of Transaction** : = Value of Transaction/Net Tangible Assets  
= 94.23 million baht / 5,129.35 million baht  
= 1.83 % of NTA

#### 5) The Characteristics and scope of the interest of the connected persons to enter to the connected transaction.

This transaction is considered as the connected transaction regarding the receipt of financial assistance pursuant to the Notification of the Capital Market Supervisory Board No. Tor Jor. 21/2551 Re; Rules on Connected Transactions and the Notification of the Board of Governors of the Stock Exchange of Thailand entitled Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B.E. 2546 (“Connected Transaction Rules”), and its amendments.

In consideration of the size of the transaction under “Connected Transaction Rules”, the size of transaction is larger than 0.03% but not over than 3% of the net tangible assets of the Company according to the consolidate financial statement of the Company and its subsidiaries as at June 30, 2018. The Company is required to disclose the information to the Stock Exchange of Thailand.



**6) Names of connected persons and nature of relationship of the connected persons**

Absence

**7) Conditions which may affect the rights of shareholders**

None

**8) Opinions of the board of directors of the Company related to the entering into of the transaction.**

The Board had been agreeing with the help and the support from Mr. Pongsak Swatyanon and/or Mr. Boonyong Swatyanon / his relatives and associates. The company's purpose in renewing the transaction are as follow:

1. To pay back The 2 Financial Institutes, in totaling Baht 360 Million in order to redeem the mortgage.
2. Transfer The redeem mortgages to ASIA PLUS SECURITIES COMPANY LIMITED as an assurance for the debentures, Totaling Baht 500 Million.

According to, the company is needful to redeem all the debentures before the expire date on the 21 of December 2018 in totaling Baht 893 Million, Thereof, the company has to renew the debentures in order to pay back some of the old debentures. Issuing the new debentures need to use the redeem mortgages as the assurance for ASIA PLUS SECURITIES COMPANY LIMITED. Therefore, most of the company's assets were used as the guarantee for the loans with the financial institutes. The company's assets have the higher value than the given loans from the financial institutes. In consideration of the board of directors, agree to pay back the debts and redeem the mortgages, using it's as the assurance for the new debentures totaling Baht 500 Million.

**9) Opinions of the Audit Committee and/or the Directors of the Company having differing opinions from the Board of Directors of the Company.**

The Audit Committee has the opinion in correspondence with the opinion of the Board of Directors of the Company, and none of the Director had the different opinion or abstention.



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Please be informed accordingly.

Yours Sincerely,

Mr.Chavalit Taratikundech

Company secretary