



At JSP 126/2561(OOP)

November 14, 2018

Subject Notification the approval of Board of Director : Connected transaction, Appointment of Executive,
Invitation to Shareholders to propose agenda and nominees' name for being the Director in advance for
the Annual General Shareholder's Meeting in 2019

To The President
The Stock Exchange of Thailand

The Board of Director's Meeting No. 14/2018 of J.S.P. Property Public Company Limited, held on
November 14, 2018 agree to approved the details as follows:

**1. The borrowing from connected person which is the connected transaction according to the
Notification of the Securities and Exchange Commission. The detail as follows:**

1.1 The company borrowing from connected person.

1) Date of entering into the transaction

November, 2018

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

Lender : Mr. Pongsak Sawatyanon and/or the connected person
including related and close relatives

Relationship : The major shareholder of the Company (J.S.P.) and hold
1,061,131,000 Shares, equivalent to 25.27% of the paid-up
of the company (Including related and close relatives) (At as
October 31, 2018)

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



3) General Characteristics of the transaction

Amount of Loan	:	200,000,000 Baht
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	:	None

4) Objective

To reserve to redeem the debenture from Asia Plus Securities and pay the debt of the contractor and supplier.

1.2 Renewable of the borrowing from connected person

1.2.1 The Loan amount of 130,000,000 baht for 1 year (Due date on November 24, 2018)

1) Date of entering into the transaction

November, 2018

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

Lender	:	Mr. Pongsak Sawatyanon and Mr. Preecha Sawatyanon
Relationship	:	The major shareholder of the Company (J.S.P.) and hold 1,061,131,000 Shares, equivalent to 25.27% of the paid-up of the company (Including related and close relatives) (At as October 31, 2018)
Borrower	:	J.S.P. Property Public Company Limited

3) General Characteristics of the transaction

Amount of Loan	:	130,000,000 Baht
Interest Rate	:	6.00 % per annum
Term of Loan	:	12 months



Payment of Interest : Every Month
Payment of Principal : Principal of payment at 1 year
Collateral : The Commercial Building in Sampeng 2 Project, value of
309,500,000 baht

4) Objective

For Working Capital to development of project

1.2.2 The Loan amount of 100,000,000 baht for 1 year (Due date on December 17, 2018)

1) Date of entering into the transaction

December, 2018

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

Lender : Mr. Pongsak Sawatyanon
Relationship : The major shareholder of the Company (J.S.P.) and hold
1,061,131,000 Shares, equivalent to 25.27% of the paid-up
of the company (Including related and close relatives) (At as
October 31, 2018)
Borrower : J.S.P. Property Public Company Limited

3) General Characteristics of the transaction

Amount of Loan : 100,000,000 Baht
Interest Rate : 6.00 % per annum
Term of Loan : 12 months
Payment of Interest : Every Month
Payment of Principal : Principal of payment at 1 year
Collateral : Land and the building

4) Objective

For Working Capital to development of project



1.3 The Subsidiary borrowing from connected person

1) Date of entering into the transaction

November, 2018

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

Lender : Miss. Wareerat Sawatyanon

Relationship : The close relative of the major shareholder of the Company (J.S.P.) and hold 1,061,131,000 Shares, equivalent to 25.27% of the paid-up of the company (Including related and close relatives) (At as October 31, 2018)

Borrower : Baan Putthachart 2015 Co., Ltd.

3) General Characteristics of the transaction

Amount of Loan : 150,000,000 Baht

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 : Land and the building

4) Objective

For Working Capital to development of project

1.4 Total Value and Valuation criteria of the transaction.

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 follows;

1.1) The interests amount of 93.73 million baht

Size of Transaction : 93.73 million baht/ 5,146.41 million baht

Size of Transaction : Size of the transaction equal to 1.82% of the net tangible assets by calculating from the consolidate financial statement of the Company and its subsidiaries as at September 30, 2018



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

41/1 ถ.พระรามที่ 2 ซอย 54 แขวงสามยุค เขตบางขุนเทียน กรุงเทพฯ 10150
41/1 Rama 2 Soi 54 Rd., Samae-Dam, Bang Khun Thian, Bangkok 10150
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	70.00	6.00% per annum	1 year	4.88*	25/02/2018	24/05/2018*
JSP	Mr. Preecha Sawatyanon	60.00					
JSP	Mr. Pongsak Sawatyanon	300.00**	9.00 per annum	1 year	27.00	(1 st : 100 MB) 27/12/2017	27/12/2018
						(2 nd : 110 MB) 15/01/2018	15/01/2019
						(3 rd : 70 MB) 5/02/2018	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
JSP	Mr. Pongsak Sawatyanon	400.00	8.00 % per annum	1 year	32.00	November, 2018	November, 2019
The total of transaction in 6 period					****93.73		

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

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

2nd 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.



1.2) Guarantee Fee (Letter of Guarantee)

Guarantee Fee 1 % per annum of Collateral's value

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

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

Size of Transaction

$$= 0.50 \text{ million baht} / 5,146.41 \text{ million baht}$$

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

1.5 Size of Transaction (Present)

Amount of Interest 47.8 Million Baht

$$= 47,800,000 \text{ Baht}$$

Size of Transaction

$$= 47.8 \text{ MB} / 5,146.41 \text{ Million Baht}$$

$$= 0.93\% \text{ of the net tangible assets}$$

1.6 Size of Transaction (Total)

Size of Transaction : Size of the transaction equal to 2.76% of the net tangible assets by calculating from the consolidate financial statement of the Company and its subsidiaries as at September 30, 2018

Size of Transaction : = Value of Transaction/Net Tangible Assets
= 142.03 million baht / 5,146.41 million baht
= 2.76 % of NTA

1.7 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 September 30, 2018. The Company is required to disclose the information to the Stock Exchange of Thailand.

1.8 Names of connected persons and nature of relationship of the connected persons

Absence

1.9 Conditions which may affect the rights of shareholders

None

1.10 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, Due to the company have to redeem the debenture of Asia Plus Securities amount of 893 Million Baht and pay the debt of the contractor and supplier and working fund for development the project of company.

1.11 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.



2. Appointment of Executive

Mr. Suttipoj Puttumavong

Position Deputy Chief Executive Officer – Sales and Marketing

Effective date November 20, 2018

3. 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 informed accordingly.

Yours Sincerely,

Mr.Chavalit Taratikundech

Company secretary