



(Translation)

Safari World Public Company Limited

Bor Mor Jor 0107537000351

No. 007/2019

February 27, 2019

Subject: Notification of the Issuance and Offering of Debentures of the Subsidiary and Payment of Corporate Guarantee fee for the relating company (RPT)

To: The Managing Director  
The Stock Exchange of Thailand (SET)

According to the Extraordinary Shareholders Meeting of Phuket Fantasea Public Company Limited ("Subsidiary" or "Phuket Fantasea") No. 1/2018 held on 7 March 2018, duly Resolved and Approved the issuance and offering of debentures of Phuket Fantasea in the principal amount of not exceeding Baht 1,900 million to investment in the construction of Carnival Magic Project.

The Board of Directors Meeting of the Company No. 3/2019 held on February 27, 2019 acknowledged that Phuket FantaSea Public Company Limited ("Subsidiary" or "Phuket FantaSea") will issue and offer for sale of the Company's debentures Phuket FantaSea Public Company Limited No. 3/2019 in the amount of Baht 200 million to institutional investors and high net worth investors (II&HNW) which not is connected person for redeem the Bills of exchange due on March 7, 2019 in the amount of Baht 200 million, with details of the debentures issued as follows:

Debenture type	Name-Registered Certificate, Secured Debentures with a Debenture holders' Representative
Currency	Thai Baht
Offering details	The debentures of Phuket Fantasea Public Company Limited No.3/2019, due 2020 have a term of 1 year.
Issue size	Up to Baht 200 million
Par value	Baht 1,000 per unit
Interest rate	fixed interest rate of 7.00% per annum
Issue date	7 March 2019
Call option/Put option	The issuer has the right to redeem the debentures before maturity
Credit rating of debentures	-None-
Lead managers	Ktb Securities (Thailand) Public Co., Ltd.

Debenture Holders' Representative	Ktb Securities (Thailand) Public Co., Ltd.
Guarantor/Collateral	Land mortgage empty, located at Prachinburi Province. The land ownership belongs to Jungle Word Public Company Limited. amount cost estimate not less than 1 fold

As of February 27, 2019, Phuket FantaSea has issued and offered debentures of Baht 1,517 million, as detailed in Appendix 1, when combined with the debentures to be issued and offered for this amount of Baht 200 million. The value of the issued and offered debentures totaled of Baht 1,717 million, within the amount approved by the shareholders' meeting.

In addition, The Board of Directors Meeting of Phuket Fantasea has approved Phuket FantaSea to pay for the land use of Jungle World Co., Ltd. is a guarantee of the issued and offered debentures of Phuket Fantasea in the amount of Baht 200 million as detailed above. At the rate of 1.50% of the guarantee amount throughout the term of the debentures, equal to Baht 3.00 million.

The transaction is considered related party of the classification of receiving financial support pursuant to announcement of the Securities Exchange of Thailand, the transaction size is equivalent to 0.10% of Company's Net Tangible Asset (NTA) of Baht 3,125.29 million (as of 31 December 2018), which is higher than 0.03% but less than 3% of the Company's NTA. Hence the Company shall disclose the related party transaction to the SET. with details per attachment.

Please be informed accordingly.

Respectfully yours,

Apar Kewkacha  
(Mrs. Apar Kewkacha)  
President

### Information for Related Party Transaction

Payment of land use of the Jungle World Co., Ltd. (related company) is collateral  
Issuing debentures of the Phuket FantaSea Public Company Limited (subsidiary)

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(1) **Date of the Transaction :** 7 March 2019

(2) **Parties Involved**

Payer : Phuket Fantasea Public Co., Ltd (subsidiary)  
Recipient : Jungle World Co., Ltd. (Relating Company)

(3) **Nature of transaction**

Phuket fantasea has issued and offered debentures to institutional investors and / or high net worth investors (II&HNW) in the amount of Baht 200 million, interest rate of 7.00% per year, with the company's land securities Jungle World Co., Ltd., total 1 plots with a total area of 949-1-77 rai, value according to the appraisal value by Altima Appraisal Company Limited, which is an asset appraisal company approved by the SEC Office of Baht 265 million, guaranteeing such debt Phuket FantaSea will pay for land use as collateral for the debentures to Jungle World at the rate of 1.50% of the guarantee amount Throughout the term of the debentures

(4) **Total value and basis for the establishment of total transactional value**

Value of transaction is the payment for the collateral used by Phuket FantaSea will be paid to Jungle World. At the rate of 1.50% of the total issued and unsecured debentures of Baht 350 million throughout the term of the debentures, which is 3 million baht or 0.10% of Company's Net Tangible Asset (NTA) of Baht 3,125.29 million (as of 31 December 2018), which is higher than 0.03% but less than 3% of the Company's NTA. Hence the Company shall disclose the related party transaction to the SET.

(5) **Detail of related party and its conflict of interest**

Jungle World is related to the Company since its authorized directors and major shareholders are Kewkacha family who is also the major shareholder and director of the Company as detail below;

<b>Related Person</b>	<b>Relationship with the Company</b>	<b>Relationship with Jungle World</b>	<b>No. of Shares in Jungle World</b>	<b>% Shareholding</b>
Mr. Pin Kewkacha	Executive Director Authorized	Authorized Signatory	51,200	20.38
Mr. Kittikorn Kewkacha	Subsidiary's Authorized Signatory	Authorized Signatory	40,000	15.92
Mr. Litti Kewkacha	Director	Authorized Signatory	40,000	15.92

Related Person	Relationship with the Company	Relationship with Jungle World	No. of Shares in Jungle World	% Shareholding
Mrs. Apar Kewkacha	President	-	15,000	5.97
Mr. Amnaj Kewkacha	Director	-	15,000	5.97
Mr. Dej Kewkacha	Director of subsidiary	-	15,000	5.97
Mr. Duang Kewkacha	Son of Mr. Pin Kewkacha, Company's Authorized Signatory	-	15,000	5.97
Mrs. Suneat Kewkacha	Director	-	12,000	4.78
Ms. Ampornsri Kewkacha	Director	-	12,000	4.78
Mr. Somwang Kewkacha	Subsidiary's Authorized Signatory	-	12,000	4.78
Mr. Thana Kewkacha	Director	-	12,000	4.78
Ms. Sopita Kewkacha	Director of subsidiary	-	12,000	4.78
Total			251,200	100.0

During the Company's Board of Directors' meeting regarding the related party transaction, the related persons left the meetings and did not vote on such agendas.

(6) Opinion of Board of Directors regarding related party transaction

Phuket Fantasea used land of Jungle World is secured debentures and bill of exchange issued for the investment Carnival Magic project, the theme park attraction of the new Group located in Phuket, Since late 2017 Which Jungle World does not charge for the guarantee land Because it's seen as a guarantee of debts that are not more than 1 year.

At present, Phuket Fantasea has issued 3 series debenture, which will be redeemed in 2020. Therefore, for appropriateness and fairness to Jungle World, which owns the land. The Board Meeting of Phuket FantaSea approved the payment of Jungle World's land as collateral for the company's secured debentures "Phuket FantaSea Public Company Limited No. 3/2019 due in 2020" at 1.50% of the guarantee amount Throughout the term of the debentures

The debenture of Phuket FantaSea have collateral will help create more investment confidence for investors, Which will be beneficial to Phuket FantaSea in providing sufficient funds to expand the Carnival Magic project successfully according to the plan And the rate of guarantee fee of 1.50% is an appropriate rate. Which is close to the guarantee fee rate of financial institutions specified at 1.50 - 2.00 percent per year.

- (7) Opinion of Audit Committee and/or directors of the Company different from Board of Directors and Audit Committee's Opinion

None

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**Summary of the Company's debentures**  
**Phuket FantaSea Public Company Limited**

Due to 2019-2020

Name of Debentured	Type	Issue Date	Due date	Value
Debentures No. 2/2017, Class 1	PP-10	21 Jul 17	18 Jul 19	20,000,000
Debentures No. 3/2017, Class 2	PP-10	31 Apr 17	29 Apr 19	50,000,000
Debentures No. 3/2017, Class 3	PP-10	30 Apr 17	29 Apr 19	30,000,000
Debentures No. 5/2017, Class 1	PP-10	31 Oct 17	30 Oct 19	10,000,000
Debentures No. 6/2017, Class 2	PP-10	23 Nov 17	22 Nov 19	20,000,000
Debentures No. 6/2017, Class 3	PP-10	30 Nov 17	29 Nov 19	10,000,000
Debentures No. 7/2017, Class 1	PP-10	7 Dec 17	6 Dec 19	30,000,000
Debentures No. 7/2017, Class 2	PP-10	28 Dec 17	27 Dec 19	10,000,000
Debentures No. 1/2018	PP-10	18 Jan 18	17 Jan 20	30,000,000
Debentures No. 2/2018	PP-10	29 Mar 18	27 Mar 20	20,000,000
Debentures No. 4/2018, Class 2	PP-10	10 May 18	7 May 20	10,000,000
Debentures No. 4/2018, Class 3	PP-10	17 May 18	14 May 20	10,000,000
Debentures No. 4/2018, Class 5	PP-10	31 May 18	29 May 20	10,000,000
Debentures No. 5/2018, Class 1	PP-10	21 Jun 18	18 Jun 20	50,000,000
Debentures No. 6/2018, Class 1	PP-10	16 Apr 18	15 Apr 19	20,000,000
Debentures No. 6/2018, Class 2	PP-10	16 Apr 18	13 Apr 20	20,000,000
Debentures No. 6/2018, Class 3	PP-10	23 Apr 18	22 Apr 19	30,000,000
Debentures No. 6/2018, Class 4	PP-10	23 Apr 18	20 Apr 20	10,000,000
Debentures No. 6/2018, Class 5	PP-10	30 Apr 18	29 Apr 19	10,000,000
Debentures No. 7/2018, Class 1	PP-10	6 n.ย. 18	5 n.ย. 19	10,000,000
Debentures No. 8/2018, Class 1	PP-10	4 Oct 18	3 Oct 19	20,000,000
Debentures No. 8/2018, Class 2	PP-10	25 Oct 18	22 Oct 20	10,000,000
Debentures No. 9/2018, Class 1	PP-10	21 Dec 18	20 Dec 19	10,000,000
Debentures No. 9/2018, Class 2	PP-10	27 Dec 18	26 Dec 19	30,000,000
Guaranteed Debentures No.1 / 2018	II&HNW	6 Jul 18	6 Jul 20	500,000,000
Guaranteed Debentures No.2 / 2018	II&HNW	29 Nov 18	29 Nov 19	150,000,000
Debentures No. 1/2019, Class 1	PP-10	10 Jan 19	9 Jan 20	10,000,000
Debentures No. 1/2019, Class 2	PP-10	17 Jan 19	16 Jan 20	10,000,000
Debentures No. 1/2019, Class 3	PP-10	18 Jan 19	17 Jan 20	20,000,000
Guaranteed Debentures No.1 / 2019	II&HNW	8 Feb 19	6 Feb 20	150,000,000
Guaranteed Debentures No.2 / 2019	II&HNW	8 Feb 19	7 Apr 20	200,000,000
Debentures No. 2/2019, Class 1	PP-10	14 Feb 19	11 Feb 21	10,000,000
Debentures No. 2/2019, Class 2	PP-10	21 Feb 19	18 Feb 21	10,000,000
Debentures No. 2/2019, Class 3	PP-10	21 Feb 19	20 Feb 20	10,000,000
Debentures No. 2/2019, Class 4	PP-10	21 Feb 19	18 Feb 21	10,000,000
<b>Total issued debentures</b>				<b>1,517,000,000</b>