



JSP 047/2562 (OOP)

June 25, 2019

**Subject :** Notification of the connected transaction-borrowing from connected person

**Attention :** The President of the Stock Exchange of Thailand

The Board of Director's Meeting No. 7/2562 of J.S.P. Property Public Company Limited, held on June 25, 2019 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**

June 25,2019

**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  
1,111,151,300 Shares, equivalent to 26.46% of the paid-up  
of the company (Including related and close relatives)  
(At as March 13, 2019)  
  
Borrower : J.S.P. Property Public Company Limited

**3. General Characteristics of the transaction**

Amount of Loan : 25,000,000 Baht  
Interest Rate : 7 % per annum  
Term of Loan : 12 months  
Payment of Interest : Every Month  
Payment of Principal : Principal of payment at 1 year  
Collateral : The Land and Building of J Town Exclusive – Bangpakong  
Project.



#### 4. Objective

Working Capital for development of projects.

#### 5. Total Value and Valuation criteria of the transaction.

5.1 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,(exclude the transaction that renewal) are as follows;

##### 5.1.1 The interests amount of 98.98 million baht

**Size of Transaction** : 98.98 million baht/ 5,207.38 million baht

**Size of Transaction** : Size of the transaction equal to 1.90% of the net tangible assets by calculating from the consolidate financial statement of the Company and its subsidiaries as at March 31,2019



| 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<br>60.00     | 6.00% per annum  | 1 year         | 3.46*                                 | 24/11/2018                            | 24/11/2019*   |
| JSP            | Mr. Pongsak Sawatyanon                        | 300.00**           | 7.50 per annum   | 1 year         | 4.50                                  | (1 <sup>st</sup> : 100 MB) 27/12/2018 | 27/12/2019    |
|                | 7.50 per annum                                |                    | 8.25             |                | (2 <sup>nd</sup> : 110 MB) 15/01/2019 | 15/01/2020                            |               |
|                | 9.00 per annum                                |                    | **Over 6 months  |                | (3 <sup>rd</sup> : 70 MB) 5/02/2018   | 5/02/2019                             |               |
| JSP            | Mr. Pongsak Sawatyanon                        | 100.00***          | 7.00 % per annum | 1 year         | 2.47                                  | 17/12/2018                            | 17/12/2019*** |
| JSP            | Mr. Pongsak Sawatyanon                        | 50.00              | 7.00 % per annum | 1 year         | 3.50                                  | 5/04/2019                             | 5/04/2020     |
| JSP            | Mr. Pongsak Sawatyanon                        | 400.00             | 8.00 % per annum | 1 year         | 32.00                                 | 17/12/2018                            | 17/12/2019    |
| JSP            | Mr. Pongsak Sawatyanon                        | 200.00             | 8.00 % per annum | 1 year         | 16.00                                 | 20/12/2018                            | 20/12/2019    |
| BPC            | Ms. Wareerat Sawatyanon                       | 150.00             | 8.00 % per annum | 1 year         | 12.00                                 | 20/11/2018                            | 20/11/2019    |
| JSP            | Mr. Boonyong Sawatyanon                       | 50.00              | 7.00 % per annum | 1 year         | 3.50                                  | 7/05/2019                             | 7/05/2020     |
| JSP            | Mr. Pongsak Sawatyanon                        | 30.00              | 7.00% per annum  | 1 year         | 2.10                                  | 25/06/2019                            | 25/06/2020    |
| JSP            | Mr. Pongsak Sawatyanon                        | 60.00              | 7.00 % per annum | 1 year         | 4.20                                  | 20/08/2019                            | 20/08/2020    |
| JSP            | Mr. Pongsak Sawatyanon                        | 100.00             | 7.00 % per annum | 1 year         | 7.00                                  | May,2019                              | May,2020      |
| Total 6 Months |   |                    |                  |                | 98.98                                 |                                       |               |

1. \* The company required to extend the period of loan, from the previous on 24/11/2018 Extended for 12 months, due date on 24/11/2019, the remaining loan amount of 57.59 million baht, interest rate amount of 3.46 million baht , 2. \*\* The transaction being over 6 month. , 3. \*\*\* The company required to extend the period of loan for 12 months, from the previous on 17/12/2018 and due date on 17/12/2019. The remaining loan amount of 35.25 million baht, interest rate of the extend period amount of 2.47 million baht. The interest calculated by the approved loan and the period of loan.

### 5.1.2) 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**

$$= 0.50 \text{ million baht} / 5,207.38 \text{ million baht}$$

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

### 5.2 Size of Transaction (Present)

**Amount of Interest 1.75 Million Baht**

Size of Transaction

$$= 1.75 \text{ MB} / 5,207.38 \text{ Million Baht}$$

$$= 0.03\% \text{ of the net tangible assets}$$

### 5.3 Size of Transaction (Total)

**Size of Transaction** : Size of the transaction equal to 1.94 % of the net tangible assets by calculating from the consolidate financial statement of the Company and its subsidiaries as at March 31, 2018

$$\text{Size of Transaction} : = \text{Value of Transaction} / \text{Net Tangible Assets}$$

$$= 101.23 \text{ million baht} / 5,207.38 \text{ million baht}$$

$$= 1.94 \% \text{ of NTA}$$

## 6. 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 March 31,2019 The Company is required to disclose the information to the Stock Exchange of Thailand.

**7. Names of connected persons and nature of relationship of the connected persons**

Absence

**8. Conditions which may affect the rights of shareholders**

None

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

The Board agreed with the financial support from Mr. Pongsak Sawatyanon for being working capital on development of projects. The related conditions including withdrawal detail/term was also agreed.

**10. 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.

Yours Sincerely,

*Chavalit Taratikundech*

(Mr.Chavalit Taratikundech)

Company Secretary