

# บริษัท ส.กิจชัย เอ็นเตอร์ไพรส์ จำกัด (มหาชน)

99/9 หมู่ 7 ตำบลห้วยขาง อำเภอแกลง จังหวัดระของ 21110 โทรศัพท์ 038-928188 โทรสาร 038-928189

## S.Kijchai Enterprise Public Company Limited

99/9 M.7 Huay-Yang Klaeng Rayong Thailand 21110 Tel: +66(0)38 928188 Fax: +66(0)38 928189

26<sup>th</sup> February 2020

Subject: Transaction to acquire land from a related party.

To: President

The stock Exchange of Thailand

According to the resolution of Board of Directors meeting of S.Kijchai Enterprise Public Company Limited (the "Company") No. 1/2020 held on 26<sup>th</sup> February 2020 which approved the transaction to acquire land from a related party. Details as follows:

1. Date of transaction : Within Quarter 3/2020

2. Related parties

Buyer : S.Kijchai Enterprise Public Company Limited

Seller : Mr. Vichai Sangwongkit

3. Details of related party

Name and relationship : Mr. Vichai Sangwongkit

Director / Chairman of Executive Committee / Managing Director and

Shareholder, holding 0.04 % of paid-up capital.

4. General transaction description : Transaction to acquire land from a related party.

5. Details of transaction

5.1 Nature of transaction : The land, tittle deed no.73007, land no.184, survey page no.2498, total

area 15 Rai, located on Huay-yang Sub-district, Klaeng District, Rayong.

5.2 Value of transaction : Total amount of 12,000,000 Baht (800,000 Baht per Rai)

5.3 Evaluation criteria of : Based on the conditions for arm's length transaction and negotiation

transaction between parties. Reference prices is made by the independent appraiser

whose name appears in the office of Securities and Exchange

Commission's approved listed.

6. Purpose of transaction : In order to drill a pond to be sufficient for production and utility (internal

used) and/or other activities in relation to the company's business.

7. Funding source : The company's working capital.

8. General description of connected transaction

Type of transaction : Transaction relating to assets and services.



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Transaction Volume

Transaction to acquire the land total amount of 12 million Baht is the connected transaction, the transaction relating to assets and services type, as specified in The Notification of The Capital Market Supervisory Board No.21/2551 (2008), regarding rules on connected transaction provided. The transaction value is more than 1 million Baht but less than 20 million Baht, or more than 0.03% but less than 3% of Net Tangible Asset ("NTA"), whichever is higher. The Company Financial Statements as of 31<sup>th</sup> December 2019, the number of 0.03% of NTA was equal to 0.71 million Baht and the 3% of NTA was equal to 70.89 million Baht. Therefore, the said connected transaction must be approved by the Board of Directors and disclosed the information to the Stock Exchange of Thailand without the approval from the shareholders.

### 9. Acquisition and disposition of assets

Transaction volume

The acquire land transaction does not come under the scope for the acquisition or disposition of assets having significant value for listed companies.

## 10. Opinion by Board of Directors

The Board of Directors (excluding the director with possible conflict of interests) deem it appropriate to approve the transaction in relation to the assets or service with the connected person as above mention. Due to the reasonable price, reference prices is made by the independent appraiser whose name appears in the office of Securities and Exchange Commission's approved listed, and beneficial to the Company. Moreover, the transaction is a supporting normal business transaction with arm's length conditions that could occur according to the necessity of the Company business operations.

- 11. Opinion of the Audit Committee which is difference from that of the Board resolution.
  - None -

Please be informed accordingly.

Sincerely yours,

(Ms. Orawan Sangwongkit)

Chief Financial officer