



- Transalation -

No. AEC 321/2018

November 12, 2018

Subject: Disposition of Assets of AEC Securities Public Company Limited (Amendment)

Attention: President

The Stock Exchange of Thailand

AEC Securities Public Company Limited (the “Company”) hereby informs that the Board of Directors’ Meeting No. 8/2018, held on November 12, 2018, has resolved to grant approval for the Company to dispose of the Company’s assets in respect of securities and derivative retail brokerage business to UOB Hay Hian Securities (Thailand) Public Company Limited and Country Group Securities Public Company Limited, totally nine branches of the Company, with a total transaction value of not exceeding 244.10 million baht (the “Asset Disposition Transaction”) by referable on book value price of assets and included premium. The value of disposition of assets consist of assets, equipment, leases agreement for building and premises and margin loan and the marking staff is also transferred.

In this regard, the Board of Directors’ Meeting authorized the Executive Committee to have power to take actions in connection with the entry into the Asset Disposition Transaction, including the negotiation of conditions and other obligations pertaining to such transaction and to amend, agree upon, enter into and execute an asset purchase agreement with each purchaser. This transaction, the company expects to be completed within December 2018. In this regard, after the entry into such Asset Disposition Transaction, the Company will continue carrying out the securities and derivative brokerage business. In additional, the Company is expanding its business to Artificial Intelligence (AI), Digital Assets and investment with other business partners to generate income and sustainable growth.



Moreover, the Asset Disposition Transaction is a transaction on disposition of assets under the Notification of the Capital Market Supervisory Board No. TorJor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets, dated August 31, 2008 (as amended) and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Assets B.E. 2547 (2004) (as amended) (collectively the “**Notifications on Acquisition and Disposition of Assets**”). Upon calculation of the value of the Asset Disposition Transaction, the highest transaction size is equal to 8.91 percent based on the total value of consideration per the consolidated financial statements reviewed by the auditor, ended September 30, 2018, whereby the total value is lower than 15 percent, and as such, the Asset Disposition Transaction is not subject to disclosure of information or other acts under the Notifications on Acquisition and Disposition of Assets.

In addition, in the execution of such transaction, the Company will dispose of asset to the party which is not a connected person of the Company. Therefore, this transaction is not regarded as a connected transaction under the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules on Connected Transactions, dated August 31, 2008 (as amended) and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B.E. 2546 (2003) (as amended) (collectively the “**Notifications on Connected Transactions**”). In this connection, the Company is not required to comply with the Notifications on Connected Transactions.

Please be informed accordingly.

Very truly yours,

*- Mr. Chanachai Joonjiraporn-*

(Mr. Chanachai Joonjiraporn)

Director and Chief Executive Officer

Authorized Reporter