



บริษัท ท่าอากาศยานกรุงเทพ จำกัด (มหาชน)

TONGKAH HARBOUR PUBLIC COMPANY LIMITED

สำนักงานใหญ่: ชั้น 7 อาคารสำนักงานเมืองไทย-ภัทร 1 เลขที่ 252/11 ถนนรัชดาภิเษก แขวงจตุจักร กรุงเทพฯ 10320 โทร : (662) 0-2695-4912-28 โทรสาร (662) 0-2695-4901

BANGKOK: 7th Floor, Muang Thai-Phatra Office Tower 1 252/11 Ratchadapisek Road, Huay Khwang, Bangkok 10320 Thailand Tel: (66-2) 695-4912-28 Fax: (66-2) 695-4901

THL 151-025/3/2016

March 24, 2016

Subject : Connected Transaction  
Attention: Director and Manager  
The Stock Exchange of Thailand

Tongkah Harbour (Public) Limited, “The Company ” would like to inform that on March 11, 2016, Skycliff Limited, “Skycliff”, the subsidiary company which The Company owns 75% of shares, has approved a transaction to acquire securities in 89 Capricorn Development Limited or “89 CAP”; purchasing 89 Capricorn Development Limited’s shares from 3 shareholders which are Mister Suppachai Jirasangiamkul, Mister Paisan Ittitam and Mister Ng Yaw Peng who are the connected entity due to the Notification of the Capital Market Supervisory Board No. ThorJor 21/2551 with regards in rules and conditions of a connected transaction in amount of over 20 million Baht as the details of such connected transaction specified in the rules and conditions are clarified as below;

1. Transaction Date

According to BOD’s resolution of Skycliff Limited on March 11, 2016 has approved to purchase shares from Mister are Mister Suppachai Jirasangiamkul, Mister Paisan Ittitam and Mister Ng Yaw Peng

2. General Transaction Characterization and Details of Connected Transaction

- Buyer: Skycliff Limited
- Seller 3 sellers are connected entities

No.	Name-Surname	aconnected entity	Amount of shares purchased
1	Mr. Suppachai Jirasangiamkul	Committee Member of 89 Capricorn Development Limited	376,800 Shares
2	Mr. Paisan Ittitam	Committee Member of 89 Capricorn Development Limited	423,900 Shares
3	Mr. Ng Yaw Peng	Committee Member of 89 Capricorn Development Limited	141,300 Shares

Therefore, the transactions above are considered as a connected transaction. When including the total purchase of 29.91 of total number of shares of 89 Capricorn Development Limited in the total value of the purchase of 97,026,000 Baht, later the revised of shareholder list is registered, Skycliff will be holding 99.91% of the overall shares.



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3. Share Pricing

Share pricing of 89 Capricorn Development Limited that acquired the transaction with 3 sellers is equal to 103 Baht/Share which has been considered based on book value per share on December 31, 2015 which was equal to 103 Baht/Share.

4. Characterization and limitation of connected beneficiaries

All of 3 sellers are holding the positions of committee member of 89 Capricorn Development Limited which is the subsidiary of Tongkah Harbour (Public) Company Limited.

5. Committee Members who are beneficiaries and connected entities

The above-connected entities who are the beneficiaries are not the committee members of Skycliff Limited.

6. Board of Directors' Comment

According to the consideration in the meeting, thus it is an approval that the company proceeds to purchase shares from Mister are Mister Suppachai Jirasangiamkul, Mister Paisan Ittitam and Mister Ng Yaw Peng which is considered as a connected transaction.

7. Additional Comment from Audit Committee

-None-

Please be informed

Yours sincerely,

Somchai Kaisutthiwong

Head of Legal and Technology Information

Tongkah Harbour Public Company Limited