



บริษัท พรพรหมเมทัล จำกัด (มหาชน)  
PORN PROM METAL PUBLIC COMPANY LIMITED

December 25, 2012

Subject Disclosure of Information Concerning the Acquisition of Assets  
To Managing Director of the Stock Exchange of Thailand  
Attachment 1. Disclosure of Information Concerning the Acquisition of Assets

Porn Prom Metal Public Company Limited (“The Company”) would like to inform the Meeting of the Board of Directors No. 5/2012 held on December 24, 2012 has approved for the construction new building community mall in project “The Salaya”. The approximately amount of the project is Baht 185,000,000.

The size of the transaction equals 18.45% of the total assets of the Company, according to the Notification of the Capital Market Supervisory Board No. TorChor 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets and the Notification of the Stock Exchange of Thailand dated 31<sup>st</sup> August 2008 and Re: Disclosure of Information Concerning the Acquisition and Disposition of Assets of Listed Companies B.E.2547 Dated 29<sup>th</sup> October 2004, the Transactions classified as a class 2 transaction.

Therefore, the Company sets out the details of the Transaction as prescribed in the Acquisition Rule. All documents concerned are attached.

Please be informed accordingly,

Sincerely yours,

(Mrs.Kanokkorn Tankaisorn)

Deputy Managing Director



บริษัท พรพรหมเมทัล จำกัด (มหาชน)  
PORN PROM METAL PUBLIC COMPANY LIMITED

**Disclosure of Information Concerning the Acquisition of Porn Prom Metal Public Company Limited**

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Therefore, the Company sets out the details of the transaction as prescribed in the Acquisition Rule as follow:

**1. The date on which the transaction occurs:**

Porn Prom Metal Company Limited (“The Company”) from the Meeting of the Board of Directors No. 5/2012 held on December 24, 2012

**2. Detail of the Acquired Assets:**

The project of new building community mall “The Salaya”

**3. Parties Involved:**

Buyer: Porn Prom Metal Public Company Limited

Seller: Standard Performance Co., Ltd.

Relationship between Buyer and Seller: None

**4. General Characteristics of the Transaction and Total Value the Acquired Asset:**

The total acquisition price of the project is approximately Baht 185,000,000. Which the size of the transaction equals 18.45% of the total assets of the Company, calculated from Consolidated Statements of Financial Position as of September 30, 2012

According to the Notification of the Capital Market Supervisory Board No. TorChor 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets and the Notification of the Stock Exchange of Thailand dated 31<sup>st</sup> August 2008 and Re: Disclosure of Information Concerning the Acquisition and Disposition of Assets of Listed Companies B.E.2547



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dated 29<sup>th</sup> October 2004, the Transactions classified as a class 2 transaction. The Company is required to disclose to the SET and to distribute the Information Memorandum to shareholders within 21 days after the disclosure to the SET.

**5. Details of asset purchased:**

The project of new building community mall “The Salaya” is on Tumbon Salaya Amphur Phutthamonthon, Nakornprathom, area of about 10 rai. The company signed the lease contact with The Crown Property Bureau. The total acquisition price is approximately Baht 185,000,000.

**6. Total value of consideration and Basis used to determine value of consideration:**

The total acquisition prices of assets of “The Salaya” is approximately Baht 185,000,000 has been agreed upon between the Company and the sellers/contractors with both are not related or connected parties, according the Notification of the Capital Market Supervisory Board No. TorChor 21/2551 Re: Rules on the connected transactions and the Notification of the Stock Exchange of Thailand and Re: Disclosure of Information concerning the connected transactions B.E. 2546.

**7. Sources of fund:**

- 7.1 Long term loan form financial institutions within 5 years term of payment
- 7.2 Cash Flow of the company.

**8. Benefits to the Company as the result of the transaction:**

To increase the value of land and increase revenue for the company.

**9. Condition Precedent:**

This transaction is considered as class 2 transactions of Acquisition/Disposition Notifications. The Company is required to report and disclose the transaction details to the Stock Exchange of Thailand and required to distribute a written notice of its decision to enter into a transaction on its shareholders within 21 days from the date of disclosure of information to the Stock Exchange of Thailand.

**10. Board of Director’s opinion on the transaction:**

The Board of Directors approves the Company to proceed with the said transaction.

**11. Opinion of the Board and/or the Audit Committee which is different from the opinion of the Board of Directors:**

None