



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

PPM 011/2015

July 3, 2015

Subject : Investment in renewable energy (Amendment)

To : Director and Manager  
The Stock Exchange of Thailand

The Board of Directors of Porn Prom Metal Public Company Limited ("the Company") in its meeting No. 3/2015 held on July 3, 2015 has resolved to approve the Company's investment in Solar Power Technology Co., Ltd. ("SPOT") as details below:

Date/Month/Year of Transaction : Within August 2015  
Related Parties and Relationship : SPOT's shareholders  
with the Company Relationship: The sellers are not the Company's connected persons

Company Name	:	Solar Power Technology Co., Ltd.
Registered Capital	:	25 Million Baht, divided into 2,500,000 shares Value at 10 Baht per share
Nature of Business	:	Buying and selling businesses, manufacturing solar panels
Main Shareholder	:	Thanomworasin Family

General Characteristics of the Transactions : The Company Investment in SPOT in Proportion 80.00% of the total ordinary shares of SPOT the total investment value not more than 31.24 Million Baht as details below:

- Purchasing the ordinary stock from the existing shareholder in proportion 80.00% of the total ordinary shares of SPOT is equal to 2,000,000 shares with 0.826 Baht per share total amount 1,652,000 Baht
- SPOT will raise capital by issuing new ordinary shares 36,983,830 Baht, The Company will subscribe newly issued ordinary shares of



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SPOT proportionately to the shareholding percentage of 80.00% amounting to 29,587,060 Baht (The existing shareholder By Khun Panu Thanomworasin and Thanomworasin Family will subscribe newly issued ordinary shares of SPOT proportionately to the shareholding percentage of 20.00% amounting to 7,396,770 Baht)

Calculation of Transaction Size :

Calculation Basic	Formula	Transaction Size
Net Tangible Asset Value	$[(NTA \text{ of the target company} \times \text{portion of investment}) \times 100] / NTA \text{ of the company}$ $(7,866,867 \times 80\%) / 569,242,000$	1.11%
Net Profit	Unable to calculate because the target company has no Net Profit as of 31 December 2015	-
Total Value of Consideration	Amount paid or received/ total assets of the Company $(31,239,060 / 1,323,969,000) \times 100$	2.36%
Total Value of Securities	Unable to calculate as no shares are issued	-

Source of Fund : Company's Own funds

Benefits Expected to Receive : To expand business related to Renewable Energy

Opinion of the Company's Board of Directors Concerning Entry into the Transactions:

The Board approved the transaction with the view that the entry into the transaction will directly benefit the Company and its shareholders, both in aspects of returns and long-term added value.

Opinion of the Audit Committee and/or any Directors that is Different from the Company's Board of Directors' Opinion :

The Audit Committee has considered the matter and does not have a different opinion from that of the Company's Board of Directors.



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However, the above – mentioned transaction does not fall into the criteria of material transactions deemed as connect transactions or acquisition or disposal of assets of listed companies.

Please be informed accordingly.

Yours sincerely,

A handwritten signature in blue ink that reads 'CHAMNARN P'.

(Mr. Chamnarn Pornpilailuck)

Managing Director

Investment Relationship Department

Tel. 02-628-6100 Ext.775