

PPM 022/2017

May 30, 2017

Subject Notice of ratification of connected transaction. (Revise)

To Managing Director

The Stock Exchange of Thailand

According to the Board of Director Meeting of Porn Prom Metal Public Company Limited No. 4/2017 held on May 30, 2017 has passed the resolutions to ratify and approve a financial support transaction to provide Premium Flexible Packaging Co., Ltd. ("the Subsidiary") from Mr.Chamnarn Pornpilailuck, director, executive director and managing director for the preliminary working capital and factory building renovation in the amount of Baht 3,500,000 Baht 6,200,000 Baht 4,000,000 Baht 5,000,000 and Baht 2,000,000 respectively, totaling Baht 20,700,000. This financial support is a connected transaction according to the Notification of the Capital Market Supervisory Commission No. Tor Chor 21/2551 Re. Disclosure of Information of Listed Company Concerning the Connected Transactions B.E. 2546 (2003), the details of which are as follows;

1. Date of transaction

- 1) Financial amount of Baht 3,500,000 with interest rate of 1.75% per year. From August 24, 2015 to July 3, 2017.
- 2) Financial amount of Baht 6,200,000 with interest rate of 1.75% per year. From September 17, 2015 to September 5, 2017.
- 3) Financial amount of Baht 4,000,000 with interest rate of 1.75% per year. From November 27, 2015 to June 7, 2017.
- 4) Financial amount of Baht 5,000,000 with interest rate of 1.75% per year. From May 27, 2016 to August 15, 2017.

- 5) Financial amount of Baht 2,000,000 with interest rate of 1.75% per year. From May 27, 2016 to August 25, 2017.

In this matter, the subsidiary may renew payment or make early payment if there is enough liquidity.

2. Transaction Parties

Finance Receiver : Premium Flexible Packaging
 Finance Supporter : Mr. Chamnarn Pornpilaipuck

3. Relation between Finance Receiver and Finance Supporter

Mr. Chamnarn Pornpilailuck is the director, executive director and managing director of Porn Prom Metal Public Company Limited and holds the position of managing director of Premium Flexible Packaging Co.,Ltd. He holds 25.68% of the Company's shares (the book closing date is March 15, 2017) and holds 0.40% of the subsidiary's shares.

4. The total value of the transaction and the criteria of evaluation of the transaction

Projected interest expense of the transaction

- Financial amount of Baht 3,500,000 (August 24, 2015 – July 3 2017)
 (3.50 million baht x interest rate of 1.75% x 680/365 days) 114,109.59 baht
- Financial amount of Baht 6,200,000 (September 17, 2015 – September 5, 2017)
 (6.20 million baht x interest rate of 1.75% x 720/365 days) 214,027.40 baht
- Financial amount of Baht 4,000,000 (November 27, 2015 – June 7, 2017)
 (4.00 million baht x interest rate of 1.75% x 559/365 days) 107,205.48 baht

Total projected interest expense **435,342.47** baht

Net intangible asset (NTA) as at December 31, 2015 529,629,000 baht

Transaction size < 1,000,000 Baht which is a small transaction. Management division can take immediately action.

- Financial amount of Baht 5,000,000 (May 27, 2016 – August 15, 2017)
(5.00 million baht x interest rate of 1.75% x 447/365 days) 107,157.53 baht
 - Financial amount of Baht 2,000,000 (May 27, 2016 – August 18, 2017)
(2.00 million baht x interest rate of 1.75% x 450/365 days) 43,150.68 baht
- Total projected interest expense** **150,308.22** baht

Net intangible asset (NTA) as at June 30, 2016 547,796,000 baht

Transaction size < 1,000,000 Baht which is a small transaction. Management division can take immediately action.

5. Name of connected parties

Name	Connected parties	
	Porn Prom Metal Public Company Limited	Premium Flexible Packaging Co.,Ltd.
Mr.Chamnarn Pornpilailuck	Director, Executive Director and Managing Director	Managing Director

6. Attendance and vote at the Board of Director Meeting

Mr. Chamnarn Pornpilailuck did not attend the meeting during the consideration of this connected transaction and he did not participate on the voting of this agenda.

7. Transaction details

The size of transaction is 435,342.47 baht and 150,308.22 Baht respectively which is small transaction, X < 1 million baht or X < 0.03% of NTA whichever is higher and it is considered as a connected transaction according to the Notification of the Stock Exchange of Thailand under the category of financial support. Management division can take immediately action.

8. Opinion of the Board of Director of the Company

The Board of Director considered and has opinion that transaction is reasonable and beneficial to the subsidiary (PFP) because the subsidiary will utilize the fund for its working capital, improve liquidity and factory building renovation. The interest rate charged by Mr.Chamnarn Pornpilailuck is lower than the market interest rate that PFP borrows from other financial institutions. **However, management division has approval from the Board of Directors. To inform the Stock Exchange and the shareholders in the transaction.**

9. Opinion of audit committee of the Company which may be different with the Board of Director

- None –

Please be informed accordingly

Best Regards,

Mrs.Kanokkorn Tankaisorn
(Deputy Managing Director)