

บริษัท บริหารและพัฒนาเพื่อการอนุรักษ์สิ่งแวดล้อม จำกัด (มหาชน)

General Environmental Conservation Public Company Limited

Ref No : GENCO 184/2017

October 18, 2017

To: President The Stock Exchange of Thailand

**Subject:** Notification of establishment of subsidiary company for joint venture to invest in electroplating wastewater pretreatment plant with Otani (S) Pte. Ltd. (Singapore)

Dear Sir,

General Environmental Conservation Public Company Limited ("Company" or "GENCO") would like to in form that the Meeting of Executive Committee No. 9/2017 held on October 18, 2017 (assigned by the Board of Directors) has the resolution of approval regarding the establishment of subsidiary company for investing the construction of electroplating wastewater pretreatment plant by joining a joint venture with Otani (S) Pte. Ltd. who is the registered company in Singapore. The subsidiary company to be invested this time has total investment value in the amount approximately 30,000,000 Baht. The detail of the establishment of subsidiary company is as follows:

Name of the Company	:	Genco Otani Co.,Ltd.
Type of business	:	Electroplating Wastewater Pretreatment Plant
Incorporated country	:	Thailand
Registered capital	:	30,000,000 Baht (Thirty Million Baht)
		with ordinary share capital of 3,000,000 shares
		at par value of 10 Baht each
Shareholding proportion	:	GENCO holds 60% shares
		Otani (S) Pte. Ltd. holds 40% shares
Board of Directors	:	Mr.Itthirit Wipoosiri, Ms.Panya Polpipat, Mr.Aroon Kongnoo,
		Mr. Katsumi Otani and Mr. Pei-Lun Ma

Such transaction of the Company deems to be the acquisition of the asset according to 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 (including the amendments). The highest transaction size is based on the total value of consideration, equaling 1.80% of total assets of the Company as compared to the consolidated financial statement for the period ended June 30, 2017 (the Company has no the acquisition of asset within 6 months). Due to the volume of this transaction having value less than 15%, said project as described above is not subject to comply with Notification Re: Acquisition or Disposition. In addition, Otani (S) Pte. Ltd. is not a connected person of GENCO. Therefore, the investment to establish new joint venture company is not a connected transaction according to Notification of Capital Market Supervisory Board No. Torjor 21/2551.

Yours sincerely,

Mr. Itthirit Wipoosiri Managing Director