- ***Translation*** -

TC-CP 020/2016

8 August 2016

Subject: Connected Transaction – Acquisition of assets of a subsidiary.

To: The President
The Stock Exchange of Thailand

The Board of Directors Meeting of Thaicom Public Company Limited (the "Company") No. 8/2016 held on 8 August 2016 has passed resolutions to approve that TC Broadcasting Company Limited (TCB), a 99.99% owned subsidiary of the Company, purchase telecommunication network asset, satellite uplink equipment from CS LoxInfo Public Company Limited (CSL), of which 42.07% of total shares issued are indirectly owned by the Company. This transaction is a connected transaction according to the Notification of the Capital Market Supervisory Board No. TorChor. 21/2551 Re: Rules on Connected Transactions and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B.E. 2546. The details of the transaction are as follows:

1. Date of Transaction

9 August 2016

2. **The parties involved**

Buyer: TC Broadcasting Company Limited (TCB)

Seller: CS LoxInfo Public Company Limited (CSL)

3. **Relationship**

TCB: 99.99% owned subsidiary of the Company.

CSL: 42.07% of total shares issued are owned by the Company through DTV Service Company Limited (DTV) and have the same indirect major shareholder.

DTV: 99.99% owned subsidiary of the Company.

4. **General explanation of the transaction**

TCB was granted a type III license for telecommunication services from the National Broadcasting and Telecommunication Commission (NBTC) to provide telecommunication services for network provider and service provider, satellite uplink/downlink service for a period of 15 years starting from 10 November 2015 to 9 November 2030. In this regard, TCB will purchase telecommunication network asset, satellite uplink equipment from CSL to

provide services under the license. At present, the equipment had been used for over 9 years and it is in usable condition.

5. Total value and criteria used in determining the transaction's total value

Total value:	Approximately Baht 12.35 million.
Pricing criteria:	Its value referred to market price of used equivalent equipment, period of use, and third-party estimate.
Term of Payment:	All by cash.

6. Transaction size

6.1 Acquisition transaction

The above mentioned transaction is considered as an acquisition transaction. The transaction size based on the value of the consideration is equal to 0.04% of total assets of the Company (total assets of the Company as of 30 June 2016 are Baht 34,036.49 million) which is less than 15% of total assets of the Company. Moreover, all acquisition of asset transactions occurring during the 6 months prior to the date of the transaction have total transaction size of less than 15% of total assets of the Company. Therefore the transaction is not an acquisition of assets subject to disclosure of information and complies with rules and regulations under 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 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.

6.2 Connected transaction

The above mentioned transaction is considered as a connected transaction, of the asset or service transaction type. The size of the transaction is approximately 0.07% of the Company's Net Tangible Assets (NTA), which exceeds 0.03 percent, but does not exceed 3 percent of the Company's NTA (the Company's NTA as of 30 June 2016 is Baht 17,166.74 million). Accordingly, it is deemed as a connected transaction of which its information is required to be disclosed to the Stock Exchange of Thailand and the entering into such a transaction must be approved by the Board of Directors in pursuance to the Notification of the Capital Market Supervisory Board No. TorChor. 21/2551 Re: Rules on Connected Transactions and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B.E. 2546.

7. Connected persons and conflicts of interest

Some directors and/or executives of the Company, namely Mr. Philip Chen Chong Tan, Mr. Kwek Buck Chye, Mr. Prasert Bunsumpun, Mr. Somprasong Boonyachai, Mr. Paiboon Panuwattanawong and Mr. Vuthi Assavasermcharoen are connected persons as some of them are directors and/or executives of the Company and CSL or are directors and/or executives of a major shareholder of the Company and CSL.

8. Financial sources

Working capital from the Company and/or TCB.

9. Opinion of the Board of Directors

The Board of Directors Meeting has considered that the acquisition of telecommunication network asset, satellite uplink equipment from CSL is appropriate and useful for TCB's operation because it a reasonable price and has been considered by the Audit Committee. The Board of Directors Meeting therefore resolved to approve the aforementioned connected transaction.

Directors who were considered as a connected person and/or having conflicts of interest were not present at the Meeting during this agenda item and also did not vote on this agenda item.

10. Opinion of the Audit Committee and/or directors which differs from the Board of Directors Meeting opinion

- None -

Yours sincerely,

-Signed-

(Mrs. Yupapan Chatsirinoppakun)
Vice President of Executive Office and Company Secretary
Thaicom Public Company Limited