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No. ECF2 003/2017

February 14, 2016

Subject Notification about the resolution of the Board of Directors for approving the investment in biomass power plant of Prize of Wood Green Energy Co.,Ltd.

To President
The Stock Exchange of Thailand

East Coast Furnitech Public Company Limited ("The Company" or "ECF") would like to inform the resolution of the Board of Directors Meeting No.2/2017 held on February 13, 2017 that has resolved importantly as follows;

1. To approve the Company's investment in biomass power plant project of Prize of Wood Green Energy Co.,Ltd. ("Project" or "PWGE") located at 149 Moo 3 Yukla Sub-district, Wang District, Narathiwat Province which the installed capacity 7.5 MW. This project will be invested by Safe Energy Holdings Co.,Ltd. ("SAFE"), which is the associate of the Company (ECF Power Co.,Ltd. as the subsidiary of ECF now is holding 50% of SAFE's total shares), by purchasing ordinary shares from the existing shareholders at 99.9999% of total shares not to exceed 425,000,000 Baht. However the investment will be under condition that the purchase of total shares is able to execute legally and comply with Energy Industry Act and/or Energy Development and Promotion Act and/or the Power Purchase Agreement with the Provincial Electricity Authority (PEA) that PWGE has engaged including any other relevant laws.

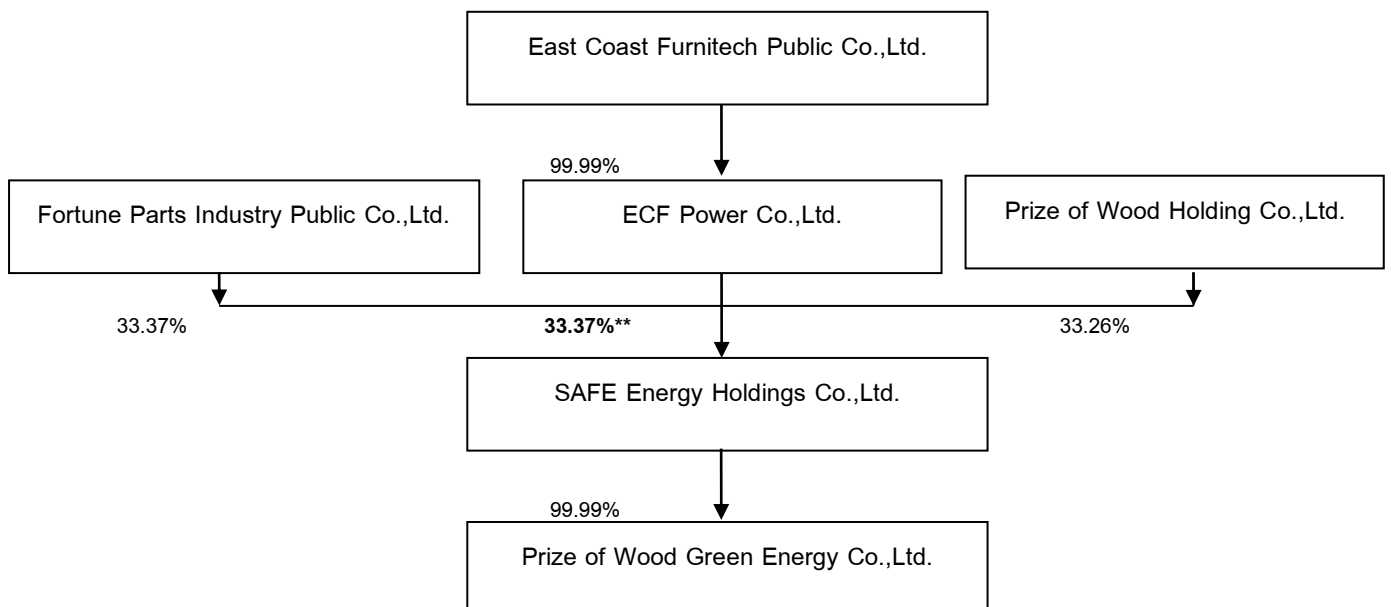
The process of share payment will be as follows;

- a. The existing ordinary shares of PWGE not to exceed 5,666,100 shares will be paid by cash not to exceed 283,305,000 Baht and
- b. The remainder of existing ordinary shares of PWGE not to exceed 2,833,900 shares amounting to 141,695,000 Baht will be paid by share swap method that SAFE will issue new ordinary shares not to exceed 1,416,950 shares at par value 100 Baht each totaling not to exceed 141,695,000 Baht to the existing shareholders of PWGE in order to exchange with the shares of PWGE held by the existing shareholders of PWGE.

After this transaction ECF Power Co.,Ltd. as the subsidiary company will hold 33.37% of SAFE's total shares.

2. To approve the increase of registered capital of ECF Power Co.,Ltd. as the subsidiary to invest in biomass power plant of PWGE not to exceed 141,652,500 Baht.
3. To approve the increase of registered capital, newly-issued share subscription and also subscription waiver. The details are as follows;
 - 3.1 To approve the increase of registered capital of SAFE not to exceed 425,000,000 Baht from 1,000,000 Baht to the new amounting of 426,000,000 Baht by the new share issuance totaling 4,250,000 shares at par value 100 Baht each. The newly-issued shares will be allocated as follows;
 - i. The new shares fully paid by cash will not exceed 2,833,050 shares at par value 100 Baht each and
 - ii. The new shares deemed as fully paid (by share swap method) will not exceed 1,416,950 shares at par value 100 Baht each.
 - 3.2 To approve ECF Power Co.,Ltd. uses the right to the subscription of new shares of SAFE not to exceed 1,416,525 shares at par value 100 Baht each, totaling not to exceed 141,652,500 Baht by wholly cash payment.
 - 3.3 To approve ECF Power Co.,Ltd. waives the right to subscription of new shares deemed as fully paid (by share swap method) of SAFE not to exceed 708,475 shares at par value 100 Baht each, totaling not to exceed 70,847,500 Baht. These shares will be used for share swap method as above-mentioned No. 3.1 (ii).

The details of the Company's investment in biomass power plant project will be shown in diagram as follow:



**The shareholders of SAFE Energy Holdings Co.,Ltd. as the associate will consist of 3 major shareholders by the shareholding proportion will be as follows;

1. ECF Power Co.,Ltd. as the subsidiary will hold 33.37% of total shares.
2. Fortune Parts Industry Public Co.,Ltd. (FPI) will hold 33.37% of total shares. FPI is not the Company's connected person.
3. Prize of Wood Holding Co.,Ltd. (Prize-H) will hold 33.37% of total shares. Prize-H is not the Company's connected person.

Such investment cause the Company fall within the disclosure requirement under the Notification of the Capital Market Supervisory Board No. TorJor. 20/2551, Re: Rules on Entering into Material Transactions Deemed an Acquisition or Disposal of Assets dated August 31, 2008 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 Disposal of Assets B.E/2547 (2004) dated October 29, 2004 (**" Notification on Acquisition or Disposition of Assets "**). The above-mentioned investment is calculated regarding to the criteria of the total value of consideration paid, compared with the value of total assets equivalent to 7.04 percent highest value based on the Company's consolidated financial statements as of September 30, 2016. Also when aggregating the above calculation with other transactions entered into by the Company in the past six months, the size of asset acquisition is equivalent to 7.11 percent, the cumulative transaction size is considered insignificant and no need to disclose according to the Notification on Acquisition or Disposition of Assets and this investment is not a connected transaction as well.

Besides this transaction is calculated as the criteria of the total value of consideration received, compared with the value of total assets equivalent to 3.52 percent highest value based on the Company's consolidated financial statements as of September 30, 2016. Also when aggregating the above transaction with other transactions entered into by the Company in the past six months, the size of asset disposition is equivalent to 7.66 percent, the cumulative transaction size is considered insignificant and no need to disclose according to the Notification on Acquisition or Disposition of Assets and this investment is not a connected transaction as well.

The details of the investment in biomass power plant of Prize of Wood Green Energy Co.,Ltd. ("PWGE") are as follows;

1. Date Month Year of Transaction

SAFE Energy Holdings Co.,Ltd., as the associate company, will invest in Prize of Wood Green Energy Co.,Ltd. which is in the business of biomass power plant by means of acquiring the existing shares from the existing shareholders of PWGE according to the resolution from the Board of Director's Meeting No.2/2017. It is expected to complete this transaction by the 2ndquarter of Year 2017.

2. Relevant Parties and Relationship with the Listed Company

Purchaser : SAFE Energy Holdings Co.,Ltd. as the associate of the company

Sellers : The existing shareholders of PWGE consist of Mr.Khomwit Boonthamrongkit, Mr.Somboon Boonthamrongkit, Mrs.Saowaluck Boonthamrongkit, Mr.Wichai Boonthamrongkit and Miss Yewly Boonthamrongkit and/or Prize of Wood Holding Co.,Ltd. as the transferee from the existing shareholders of PWGE before the closing date as specified on the share purchase agreement between SAFE and PWGE.

The list of shareholders of Prize of Wood Holding Co.,Ltd. will consist of

1. Mr.Khomwit Boonthamrongkit 33,090 shares or 33.09%
2. Mr.Somboon Boonthamrongkit 23,680 shares or 23.68%
3. Mrs.Saowaluck Boonthamrongkit 33,090 shares or 15.44%
4. Mr.Wichai Boonthamrongkit 33,090 shares or 12.35%
5. Miss Yewly Boonthamrongkit 33,090 shares or 15.04%

Relationship : The company has no relationship with the group of sellers and also each seller is not considered as connected person.

3. Nature of Transaction and Details of Asset Acquisition

Currently, PWGE's existing shareholders hold 8,500,000 shares with the par value of 100 Baht each, totaling 100 percent of the total shares in PWGE. The number of 8,500,000 shares or 85,000,000 Baht has been fully paid up.

The Board of Directors Meeting No.2/2017 of the Company held on February 13, 2017 has resolved the Company's investment in PWGE by means of acquiring the PWGE's 8,499,997 existing shares via the subsidiary company (ECF Power Co.,Ltd.) and the associate company (SAFE Energy Holdings Co.,Ltd.).

SAFE Energy Holdings Co.,Ltd. ("SAFE") has the registered capital at 1 million Baht divided to 10,000 ordinary shares at the par value of 100 Baht per share, subsequently SAFE will increase the registered capital not to exceed 425,000,000 Baht by means of newly-share issuance at 4,250,000 shares at the par value of 100 Baht each and those amount of new shares will be allocated as follows;

a. The new shares that will be fully paid by cash payment not to exceed 2,833,050 shares at the par value 100 Baht each, totaling 283,305,000. The detail of allocation and payment are as follows;

Shareholder Name	Proportion (percent)	The Amount of Payment (Baht)
1. ECF Power Co.,Ltd. as the subsidiary company	50.00	Not to exceed 141,652,500
2. Fortune Parts Industry Public Company Limited (FPI)	50.00	Not to exceed 141,652,500
Total	100.00	Not to exceed 283,305,000

Pursuant to the Notification on Acquisition or Disposition of Assets, The above-mentioned investment is calculated regarding to the criteria of the total value of consideration paid, compared with the value of total assets as of September 30, 2016 equivalent to 7.04 percent which is the highest value of acquisition.

b. The remainder of newly-issued ordinary shares not to exceed 1,416,950 shares at the par value of 100 Baht each amounting to 141,695,000 Baht will be paid by swapping to the existing shareholders of PWGE at PWGE's 2,833,900 shares. The detail of allocation and payment are as follows;

Shareholder Name	Proportion (percent)	The Amount of Payment (Baht)
1. ECF Power Co.,Ltd. as the subsidiary company	50.00	Waive the right to subscribe not to exceed 70,847,500
2. Fortune Parts Industry Public Company Limited (FPI)	50.00	Waive the right to subscribe not to exceed 70,847,500
3. Prize of Wood Holding Co.,Ltd.		Subscribe not to exceed 141,695,000
Total		not to exceed 141,695,000

Pursuant to the Notification on Acquisition or Disposition of Assets, The above-mentioned waiver is calculated regarding to the criteria of the total value of consideration received, compared with the value of total assets as of September 30, 2016 equivalent to 3.52 percent which is the highest value of disposition.

c. The conclusion of list and shareholding proportion of SAFE after the increase of registered capital from 1,000,000 Baht to 426,000,000 Baht will be as follows;

Shareholder Name	Proportion (percent)	Paid up capital (Baht)
1. ECF Power Co.,Ltd. as the	33.37	not to exceed 142,152,300

Shareholder Name	Proportion (percent)	Paid up capital (Baht)
subsidiary company		
2. Mr.Chalee Suksawad as the director of ECF Power Co.,Ltd.	-	100
3. Mr.Arak Suksawad as the director of ECF Power Co.,Ltd.	-	100
4. Fortune Parts Industry Public Company Limited (FPI)	33.37	not to exceed 142,152,300
5. Mr.Sompol Tanadumrongsak as the director of FPI	-	100
6. Mr.Somkit Tanadumrongsak as the director of FPI	-	100
7. Prize of Wood Holding Co.,Ltd.	33.26	not to exceed 141,695,000
Total	100.00	not to exceed 426,000,000

The conclusion of list and shareholding proportion of PWGE before and after the SAFE's investment will be as follows;

No.	Shareholder Name	Before Closing Date		After Closing Date	
		Amount (shares)	Proportion (%)	Amount (shares)	Proportion (%)
1	Prize of Wood Holding Co.,Ltd.	8,499,995	99.99	-	-
2	Mr.Khomwit Boonthamrongkit	1	0.00	-	-
3	Mr.Somboon Boonthamrongkit	1	0.00	-	-
4	Mrs.Saowaluck Boonthamrongkit	1	0.00	-	-
5	Khomwit Boonthamrongkit	1	0.00	-	-
6	Miss Yewly Boonthamrongkit	1	0.00	-	-
Total Before Closing Date		8,500,000	100.00	-	-
1	SAFE Energy Holdings Co.,Ltd.	-	-	8,499,997	99.99
2	Mr.Sompol Tanadumrongsak	-	-	1	0.00
3	Mr.Arak Suksawad	-	-	1	0.00
4	Mr.Khomwit Boonthamrongkit	-	-	1	0.00
Total After Closing Date		-	-	8,500,000	100.00

Remarks: Such investment, the shareholders of SAFE will jointly operate the business and also nominate the directors of PWGE according to the shareholding proportion of each party.

4. The Preliminary Information of Prize of Wood Green Energy Co.,Ltd.

Enterprise Name	:	Prize of Wood Green Energy Co.,Ltd. (“PWGE”)																								
Establishment Date	:	July 26, 2012																								
Address	:	149 Moo 3 Yukla Sub-district, Wang District, Narathiwat Province																								
Nature of Business	:	PWGE is in the business of biomass power plant with installed capacity 7.5 MW in Narathiwat Province by using woodchip as raw material. However now the power plant is on the construction process which is expected to be finished and started the commercial operation date (COD) by 2 nd quarter of Year 2017.																								
Capital Structure	:	As of December 31, 2015 (Audited financial statements by certified public accountant) PWGE has the issued and fully paid-up share capital 85,000,000 Baht divided by ordinary shares 8,500,000 shares at the par value of 10 Baht each.																								
List of Directors	:	As of October 19, 2016, The Board of Directors of PWGE consists of 3 people as follows; <ol style="list-style-type: none">1. Mr. Khomwit Boonthamrongkit2. Mr.Vichai Boonthamrongkit3. Miss Yewly Boonthamrongkit After the SAFE’s investment, the directors of PWGE will be nominated according to the shareholding proportion.																								
Highlight Financial Status and Operating Result (Source : (Audited financial statements by certified public accountant)	:	For the year ended and as of December 31, 2015 <table><tr><td>Cash and Cash Equivalents</td><td>739,791.72 Baht</td></tr><tr><td>Total Current Assets</td><td>95,229,647.43 Baht</td></tr><tr><td>Total Non-Current Assets</td><td>61,094,734.82 Baht</td></tr><tr><td>Total Assets</td><td>156,324,382.25 Baht</td></tr><tr><td>Total Current Liabilities</td><td>54,278,290.55 Baht</td></tr><tr><td>Total Non-Current Liabilities</td><td>17,771,638.50 Baht</td></tr><tr><td>Total Liabilities</td><td>72,049,929.05 Baht</td></tr><tr><td>Issued and fully paid-up share capital</td><td>85,000,000.00 Baht</td></tr><tr><td>Total Shareholders’ Equity</td><td>84,274,453.20 Baht</td></tr><tr><td>Total Revenue</td><td>384,407.88 Baht</td></tr><tr><td>Profit / (Loss) before financial cost ant tax expense</td><td>(300,113.13) Baht</td></tr><tr><td>Profit / (Loss) - net</td><td>(300,113.13) Baht</td></tr></table> <p><i>**PWGE has not been started to earn the commercial revenue due to under the construction period**</i></p>	Cash and Cash Equivalents	739,791.72 Baht	Total Current Assets	95,229,647.43 Baht	Total Non-Current Assets	61,094,734.82 Baht	Total Assets	156,324,382.25 Baht	Total Current Liabilities	54,278,290.55 Baht	Total Non-Current Liabilities	17,771,638.50 Baht	Total Liabilities	72,049,929.05 Baht	Issued and fully paid-up share capital	85,000,000.00 Baht	Total Shareholders’ Equity	84,274,453.20 Baht	Total Revenue	384,407.88 Baht	Profit / (Loss) before financial cost ant tax expense	(300,113.13) Baht	Profit / (Loss) - net	(300,113.13) Baht
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5. Calculation of Transaction Size

The above-mentioned transaction size is considered insignificant and no need to disclose according to the Notification on Acquisition or Disposition of Assets and this investment is not a connected transaction as well. The details are as follow;

The highest transaction size of asset acquisition is equivalent to 7.04 percent (Due to the increase of registered capital of SAFE No.1) calculated from the criteria of the value of consideration and referred to the consolidated financial statements of the Company as of September 30, 2016. The details of calculation are as follows ;

The Criteria of Evaluation	Calculation	The Value of Transaction
1. The Value of Asset Criteria (NTA)	$33.37\% \times 84.27 \text{ Million Baht} / 480.79 \text{ Million Baht}$	5.76%
2. Net Profit Criteria	This criteria could not be calculated because PWGE gained loss from operation and has not gained the commercial revenue yet.	
3. The Value of Consideration Criteria	$141.65 \text{ Million Baht} / 2,012.15 \text{ Million Baht} \times 100$	7.04%
4. The Value of Securities Criteria	This criteria could not be calculated because there is no payment by new share.	

Remarks : The transaction size is calculated from the audited financial statements of PWGE for the year ended December 31, 2015.

The transaction size is calculated regarding to the criteria of the total value of consideration, equivalent to 7.04 percent highest value Also when aggregating the above calculation with other transactions entered into by the Company in the past six months, the size of asset acquisition is equivalent to 7.11 percent. The cumulative transaction size is considered lower than 15% of total assets that this transaction does not need to disclose according to the Notification on Acquisition or Disposition of Assets.

The highest transaction size of asset disposition is equivalent to 3.52 percent (Due to the waiver of share subscription of registered capital increase of SAFE No.2) calculated from the criteria of the value of consideration and referred to the consolidated financial statements of the Company as of September 30, 2016. The details of calculation are as follows ;

The Criteria of Evaluation	Calculation	The Value of Transaction
1. The Value of Asset Criteria (NTA)	16.63% x 84.27 Million Baht / 480.79 Million Baht	2.91%
2. Net Profit Criteria	This criteria could not be calculated because PWGE gained loss from operation and has not gained the commercial revenue yet.	
3. The Value of Consideration Criteria	70.85 Million Baht / 2,012.15 Million Baht x 100	3.52%
4. The Value of Securities Criteria	This criteria could not be calculated because there is no payment by new share.	

Remarks : The transaction size is calculated from the audited financial statements of PWGE for the year ended December 31, 2015.

The transaction size is calculated regarding to the criteria of the total value of consideration, equivalent to 3.52 percent highest value Also when aggregating the above calculation with other transactions entered into by the Company in the past six months, the size of asset disposition is equivalent to 7.66 percent. The cumulative transaction size is considered lower than 15% of total assets that this transaction does not need to disclose according to the Notification on Acquisition or Disposition of Assets.

6. The Total Value of Consideration

The Company, the subsidiary and the associate company will pay by cash not to exceed 141, 652,500 Baht to the existing shareholders of PWGE.

7. Value of Acquired Assets

The Company, the subsidiary and the associate company will acquire the existing shares of PWGE according to the shareholding proportion of the associate company (SAFE) not to exceed 2,836,450 shares.

8. Criteria Used for Determining the Price of Shares to Purchase

The Company considered from the discounted cash flow model (DCF) to evaluating the reasonable price of shares to purchase and also the Internal Rate of Return at 13.6 percent.

9. Expected Benefit

9.1 The Company, the subsidiary and the associate company will acquire the PWGE's shares and will entered into the biomass power plant business that will generate the return to the Company via 33.37 percent and also have the right to receive the dividend

regarding the shareholding proportion. This transaction will support to continuous growth and profit of the Company.

- 9.2 To build the value added of the Company and the shareholders for long term period.
- 9.3 To diversify the risk from main business.

10. Source of Fund

The source of fund will come from internal cash flow of the Company that does not have an impact on the liquidity or routine operation.

11. Opinion of the Board of Directors

The Board of Directors Meeting has considered that this investment is reasonable and will be the benefit to the Company and shareholders. This asset acquisition will be the starting point to the renewable business in order that the Company could diversify the risk of business according to determined policy. This project will also make long-term profit to the Company and shareholders.

12. Opinion of the Audit Committee which differs from the Board of Directors

-None-

The Company certifies that this information memorandum is true and accurate in all aspects. It has been prepared with prudence and regarded the shareholders' interest.

Please be informed accordingly,

Yours sincerely,
East Coast Furnitech Public Company Limited

-Signature-

(Mr.Arak Suksawad)
Managing Director