

At.Tor.16/2012

August 7, 2012

Subject: Related transaction.

To : Managing Director
The Stock Exchange of Thailand

According to the resolution of the Board of Directors Meeting # 3/2012 of S & J International Enterprises Public Company Limited held on August 7, 2012, the details are as follows:

1. Approval an acquisition of assets or services transaction with related personnel. : Acquisition of common stock of Sahagreen Energy Co.,Ltd (SGE) from Sahacogen Green Co.,Ltd. per details as follows :

1. The date on which the transaction occurred : Within August, 2012
2. The related parties
 - Seller : S&J International Enterprises PLC. (S & J)
 - Buyer : Sahacogen Green Co.,Ltd.
 - Related Person and Type of :
 - S & J's Major Shareholders in Sahacogen (Chonburi) PCL. (Sahacogen Green is a subsidiary company of Sahacogen (Chonburi) PCL. – Holding 99.99%)
 - Co – Directors : Mr.Boonkiet Chokwatana
Mr.Thirasak Vikitset
Dr.Atthakorn Glankwamdee
3. General Transaction : Acquisition of common stock of Sahagreen Energy Co.,Ltd (SGE)
4. Details of Property Acquired :
 - Company name : Sahagreen Energy Co.,Ltd (SGE)
 - Type of Business : Wood Pellent
 - Registered Capital : 4,000,000 shares
 - Divided to common stock : 4,000,000 shares @ Baht 10 per value.
 - Issued and paid-up Capital : 4,000,000 shares
 - Divided to common stock : 4,000,000 shares @ Baht 10 per value.
5. Total value of acquired :
 - Common stock of Sahagreen Energy Co.,Ltd (SGE) 360,000 shares @ Baht 10 amounting to Baht 3,600,000.-
 - Proportion of shareholding after investing : 360,000 shares or 9.0% of paid-up capital
6. Purpose of purchases :
 - Expand its investment in new business. Increase proportion of investment in the company that has rate of increase continuously both revenue and profit : In addition, the company has potential and opportunity to grow by leaps and bounds.
 - Return on investment in form of dividend income.
7. The sources of funds : Company's working capital.

8. Interested directors not attend the meeting and not vote :

- Mr.Boonkiet Chokwatana is Chairman of Sahacogen (Chonburi) PCL
Chairman of Sahacogen Green
Chairman of S & J
- Mr.Thirasak Vikitset is Director of Sahacogen (Chonburi) PCL
Director of Sahacogen Green
Managing Director of S & J
- Dr.Atthakorn Glankwamdee is Director of Sahacogen (Chonburi) PCL
Director of Sahacogen Green
Deputy Managing Director of S & J

9. Opinions by the company's Board of Directors and The Audit Committee:

The company's Board of Directors and The Audit Committee considered and agreed having S&J to acquire the assets due to the reasonable price.

10. Transaction volume :

The transaction as stated above would be within scope of the related transaction according to the Notification of the Capital Market Commission on disclosure of the information and operation of the listed company in categories of related transactions on type of assets or services which has the transaction value more than 1 Million Baht but less than 20 Million Baht or to be more than 0.03% but less than 3% of NTA whichever is higher. This transaction must be approved by the Board of Directors and disclosed to the Stock Exchange of Thailand but need not approval by the General Shareholders Meeting. Moreover, the transaction as stated above would be within scope of rules and procedures and disclose of the information and operation of the listed company concerning the acquisition and disposition of assets according to the Notification of the Capital Market Commission (Including items acquired by any occurred during past 6 months) which has the transaction value based on the criteria of maximum total value of consideration received is 0.07% (3,600,000/ 5,529,764,067.94) which the size is less than 15%. No need to inform the Security Exchange of Thailand.

Kindly post these informations at your earliest convenience.

Sincerely yours,

(Prof.Dr.Malyn Chulasiri)
Director

Registra Dept.
Tel. 0-2676-2727 Ext. 2510, 2581-2582