

No. L023/2018

April 17, 2018

Subject: Receiving of the Results of Tender Offer Report (Form 256-2) and Notification of Shareholding Structure after the Tender Offer

**To: President
The Stock Exchange of Thailand**

Enclosure: Results of Tender Offer Report (Form 256-2)

Laguna Resorts & Hotels Public Company Limited (the "**Company**") would like to inform you that, today April 17, 2018, the Company has received the results of tender offer report (Form 256-2) from Banyan Tree Holdings Limited and Banyan Tree Resorts & Spas (Thailand) Company Limited (the "**Group of Offerors**"), the details of which are set out in the enclosure.

In this Connection, the Company hereby notifies that the shareholding structure after the tender offer is as follow:

Name	Number of Shares	Percentage of total paid-up Shares
1. Banyan Tree Holdings Limited Group of Companies	143,817,503	86.28
1.1 <i>Banyan Tree Holdings Limited</i>	74,632,342	44.78
1.2 <i>Banyan Tree Resorts & Spas (Thailand) Company Limited*</i>	49,957,134	29.97
1.3 <i>Banyan Tree Holdings Limited**</i>	18,175,265	10.90
1.4 <i>Banyan Tree Hotels & Resorts Pte. Ltd***</i>	1,052,762	0.63
2. Minority shareholders	22,865,198	13.72
Total	166,682,701	100.00

Remark:

- * A company which is under the control of Banyan Tree Holdings Limited
- ** Banyan Tree Holdings Limited holds 18,175,265 units in Thai Trust Fund Management Company Limited.
- *** Banyan Tree Hotels & Resorts Pte. Ltd. (formerly known as Banyan Tree Corporate Pte. Ltd.) is a wholly-owned subsidiary of Banyan Tree Holdings Limited.

บริษัท ลากูน่า รีสอร์ท แอนด์ โฮเทล จำกัด (มหาชน)

Laguna Resorts & Hotels Public Company Limited

21/17B, 21/17C, 21/65, 21/66 and 21/68, Thai Wah Tower I, 7th, 22nd and 24th Floor,
South Sathorn Road, Tungmahamek, Sathorn, Bangkok 10120 Thailand Tel: +66 (0) 2677 4455, Fax: +66 (0) 2285 0980
Corporate Website : www.lagunaresorts.com Marketing Website : www.lagunaphuket.com
Corporate Registration No. : 0107535000371

Please be informed accordingly.

Yours faithfully,

(Mr. Kuan Chiet)
Vice President – Finance & Administration

This English translation has been prepared solely for the convenience of foreign shareholders of Laguna Resorts & Hotels Public Company Limited. The Thai language version is the definitive and official document to this Tender Offer and shall prevail in all respects in the event of any inconsistency with this English translation.

Report on the Result of the Tender Offer

17 April 2018

To: Secretary General of the Office of the Securities and Exchange Commission

We, Banyan Tree Holdings Limited (“BTH”) and Banyan Tree Resorts & Spas (Thailand) Company Limited (“BTR & Spa”) (Collectively referred to as “the Group of Offerors”), hereby report the result of the tender offer to purchase securities of Laguna Resorts & Hotels Public Company Limited (“the Business”) as follow:

1 Shares

	Type of Shares	Number of Shares	% of Total issued shares of the Business ¹	% of Total voting rights of the Business
1. BTH	Ordinary Shares	74,632,342	44.78	44.78
2. BTR & Spa	Ordinary Shares	15,737,807	9.44	9.44
Total shares held prior to the Tender Offer	Ordinary Shares	90,370,149	54.22	54.22
Shares Offered to Purchase	Ordinary Shares	76,312,552	45.78	45.78
Shares Tendered	Ordinary Shares	34,219,327	20.53	20.53
Shares Purchased	Ordinary Shares	34,219,327	20.53	20.53

2 Convertible Securities

- None -

¹ Total issued shares = total number of ordinary shares + total number of preferred shares – total number of shares repurchased which are outstanding at the end of the month prior to the month of the tender offer.

3 The number of securities held by the Group of Offerors after the tender offer, including the number of securities held by persons in the same group as the Group of Offerors and persons under Section 258 of the Group of Offerors and of the persons in the same group as the Tender Offeror

3.1 Shares

Name	No. of Shares	% of Total Paid-up Shares of the Business	% of Total Voting Rights of the Business
I The Group of Offerors	124,589,476	74.75	74.75
1) BTH	74,632,342	44.78	44.78
2) BTR & Spa	49,957,134	29.97	29.97
II Persons in the same group as the Group of Offerors	-	-	-
III Persons under Section 258 of the persons specified in I and II	1,157,862	0.69	0.69
1) International Commercial Development Company Limited	105,100	0.06	0.06
2) Banyan Tree Hotels & Resorts Pte. Ltd.*	1,052,762	0.63	0.63
Total	125,747,338	75.44	75.44

Remark : * Banyan Tree Hotels & Resorts Pte.Ltd. (formerly known as Banyan Tree Corporate Pte. Ltd.) is a wholly-owned subsidiary of BTH.

3.2 Convertible Securities

- None -

We hereby certify that the above statements are accurate, complete, and does not contain any false or misleading statement in a material respect, or omit any material fact that ought to be declared.

- *Mr. Ho KwonPing* -

- *Mr. Eddy See Hock Lye* -

(Mr. Ho KwonPing)
Executive Chairman

(Mr. Eddy See Hock Lye)
Group Managing Director

Banyan Tree Holdings Limited

Group of Offerors

- *Mrs. Suwanna Numnun* -

- *Mrs. Kingkarn Olarngarnjanin* -

(Mrs. Suwanna Numnun)
Director

(Mrs. Kingkarn Olarngarnjanin)
Director

Banyan Tree Resorts & Spas (Thailand) Company Limited

Group of Offerors