

GLOW ENERGY PLC

| CreditAlert |
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No. 3/2018 22 June 2018

| CORPORATES | | |
|-----------------|------------|--|
| Company Rating: | AA- | |
| Issue Ratings: | | |
| Guaranteed | AA- | |
| CreditAlert: | Developing | |

Company Rating History:

| Date | Rating | Outlook/Alert |
|----------|--------|---------------|
| 21/09/17 | AA- | Stable |
| 09/09/14 | A+ | Stable |
| 04/05/06 | А | Stable |
| 25/07/03 | A- | Stable |
| 27/07/00 | BBB+ | Stable |

RATIONALE

TRIS Rating places the "AA-" company rating and issue ratings of GLOW Energy PLC (GLOW) on CreditAlert, with a "developing" implication. The rating action follows GLOW's announcement on 20 June 2018 that ENGIE, its ultimate shareholder, entered into a share purchase agreement with Global Power Synergy PLC (GPSC). ENGIE will sell its entire stake in GLOW, or 69.11% of GLOW's outstanding shares, to GPSC at Bt96.5 per share. The transaction worth approximately Bt97,559 million, is expected to be completed within the fourth quarter of 2018. GPSC will also be required to make a subsequent tender offer for the remaining portion or 30.89% of total outstanding shares. Based on the same offer price, the transaction value of tender offer can amount to about Bt43,607 million.

Upon transaction completion, GPSC will become the largest shareholder of GLOW. GLOW's credit ratings should be capped by the credit profile of GPSC, according to TRIS Rating's Group Rating Methodology.

The "developing" CreditAlert reflects the new uncertainty surrounding GLOW's credit profile as the new controlling shareholder may lead to changes in GLOW's business strategy and financial policies. GPSC's credit profile will also need to be assessed based on our Group Rating Methodology. TRIS Rating will resolve its CreditAlert once further information is available for the full assessment of GLOW's ratings.

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CreditAlert, as part of TRIS Rating's monitoring process as a public warning when there is insufficient information to fully assess and reconsider a debt instrument's current rating or when significant events have occurred that may affect the company's rating already assigned by TRIS Rating. Credit Alert designations may be "positive" or "negative" or "developing", depending on the likely impact of a particular situation. The existing rating continues unchanged for the present. Monitoring is done until the debt instrument matures or the company's rating contract expires.





GLOW Energy PLC (GLOW)

| Company Rating: | AA- |
|---|------------|
| Issue Ratings: | |
| GLOW18NA : Bt1,500 million guaranteed debentures due 2018 | AA- |
| GLOW194A : Bt2,000 million guaranteed debentures due 2019 | AA- |
| GLOW19OA : Bt1,400 million guaranteed debentures due 2019 | AA- |
| GLOW218A : Bt5,555 million guaranteed debentures due 2021 | AA- |
| GLOW259A : Bt4,000 million guaranteed debentures due 2025 | AA- |
| GLOW265A : Bt3,000 million guaranteed debentures due 2026 | AA- |
| CREDITALERT: | Developing |

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