



# I.C.C. INTERNATIONAL PUBLIC COMPANY LIMITED

530 Soi Sathupradit 58, Bangpongpan, Yannawa, Bangkok 10120 Tel. : (662) 293-9000, (662) 293-9300  
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Ref. No. Tor Bor. 024/2555

October 30, 2012

- Subject
1. Investment in Boon Capitalholding Co., Ltd.
  2. Giving loan to Issara United Co., Ltd.

Attention Director and Manager of Stock Exchange of Thailand

I.C.C. International Public Company Limited would like to report the resolutions of the Board of Directors' Meeting # 6/2555 held on October 30, 2012. Resolutions were passed to allow the company to conduct following matters :

1. Investment in Boon Capitalholding Co., Ltd.

1. Date of transaction : Within November 2012
2. Company name : Boon Capitalholding Co., Ltd.
3. Type of business : Investment
4. Registered capital : Baht 175,000,000.- divided into 17,500,000 shares at par value Baht 10.-
5. Ratio of investment : I.C.C. International Public Company Limited holds 5,599,999 shares of Boon Capitalholding Co., Ltd. at par value Baht 10.- amounting Baht 55,999,990.- representing 32.00% of the registered capital.
6. Source of fund : Company working capital
7. Transaction size : Not in line with regulation of acquiring or disposition of listed company's assets
8. Structure of shareowning :

<u>Name</u>	<u>% of shareowning</u>
1. I.C.C. International Plc.	32.00
2. Saha Group companies	<u>68.00</u>
Total	<u>100.00</u>

9. Expected benefits : Dividend



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Certificate Number TH00/2681

### 2. Giving loan to Issara United Co., Ltd.

1. Date of transaction : Within November 2012

#### 2. Related parties

Lender : I.C.C. International Plc.

Borrower : Issara United Co., Ltd. .

Relationship : Issara United Co., Ltd. has Saha Pathanapibul Plc. as the major shareowner = 25.00% while Saha Pathanapibul Plc. and I.C.C. International Plc. have Saha Pathana Inter-holding Plc. as the major shareowner by owning shares of I.C.C. International Plc. = 22.10% and Saha Pathanapibul Plc. = 20.63%

### 3. General description of transaction

- Transaction class : Provide financial assistance to the related parties

In line with the related transaction according to the announcement of the Capital Market Supervisory Board on Rules of the Connected Transactions, in relation with the financial assistance based on investment proportion. This transaction is required an approval from the Company's Board of Directors and subsequently reported to the SET, with no required approval from the Shareowners' Meeting.

### 4. Details on transaction

- Name of financial-assisted company : Issara United Co., Ltd.

- Total value of loan : Baht 75,000,000.-

- Interest rate : Interest rate MLR of Siam Commercial Bank.

(As of September 30, 2012 the interest rate MLR of Siam Commercial Bank = 7.125%) with monthly interest payment

- Payment of loan : Upon being asked

5. Purpose of transaction : 1. To give support to the business of the invested-company.

2. To gain benefit from the interest

6. Director with conflict of interest who neither attends nor votes at the meeting is Mr. Boonkiet Chokwatana



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7. Opinions of the Board of Directors and the Audit Committee :

Approved to give loan as the aforementioned details to financially reinforce the invested company to be able to achieve the business plan and also to gain benefit of the company's financial management.

Please kindly be informed accordingly.

Yours sincerely,

(Mr. Boonkiet Chokwatana)

President and Executive Chairman