



I.C.C. INTERNATIONAL PUBLIC COMPANY LIMITED

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Ref. No. Tor Bor. 035/2555

December 18, 2012

Subject 1. Selling shares of Siam Samsung Life Insurance Co.,Ltd.
2. Selling premises in Chonburi province to Lion Service 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 # 8/2555 held on December 18, 2012. Resolutions were passed to allow the company to conduct following matters :

1. To approve selling shares of Siam Samsung Life Insurance Co.,Ltd.

1. Date of transaction : Within January 2013

2. Related parties

Seller : I.C.C. International Plc.

Purchaser : Park Capital Holding Co., Ltd.

Relationship : I.C.C. International Plc. and Park Capital Holding Co., Ltd. have the same major shareowner i.e. Saha Pathana Inter-holding Plc. which is indirect major shareowner of Park Capital Holding Co., Ltd. This is in line with the Securities and Exchange Act, B.E. 2535 section 258.

3. General characteristics of the transaction

- Transaction class : Selling assets to 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 assets or service transaction of which its size is above Baht 1 million but less than Baht 20 million or above 0.03% but less than 3% of NTA, whichever is higher. These transactions are required an approval from the Company's Board of Directors and subsequently reported to the SET, with no required approval from the Shareowners' Meeting.

- Transaction volume : Not in line with regulation of acquiring or disposition of listed company Assets

- Volume criteria : To comply with the comparison between the compensation value and ICC's net tangible asset with resulting highest value at 0.24%



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4. Details of the disposed assets :

Ordinary shares of Siam Samsung Life Insurance Co., Ltd.

- The nature of its business : Life Insurance
- Registered capital : Baht 760,000,000.- divided into 76,000,000 shares at par value Baht 10.-
- Number of disposed shares : 3,850,000 shares
- Proportion of shares owning before: 8,400,000 shares = 11.05 % of registered capital
- Proportion of shares owning after : 4,550,000 shares = 5.99 % of registered capital

5. The total value of the consideration :

Ordinary shares of Siam Samsung Life Insurance Co., Ltd. at the amount of 3,850,000 shares at selling price Baht 10.- [par value Baht 10, and book value as of September 30, 2012 = Baht 0.14] totalling Baht 38,500,000.-

6. Purpose of selling : To adjust share-owning structure of Siam Samsung Life Insurance Co., Ltd. in which I.C.C. owns the shares. This is to comply with Life Insurance Act B.E. 2551 Article No. 10 effective as of February 1, 2013.

7. Directors and executives with conflict of interest or being related persons who neither attends nor votes at the meeting : None

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

To approve the selling shares of Siam Samsung Life Insurance Co.,Ltd. as the above details to support and strengthen its invested company to achieve the business target.

2. To approve selling four plots of land with buildings at Chonburi province to Lion Service Co.,Ltd.

1. Date of transaction : Within January 2013

2. Related parties

- Seller : I.C.C. International Plc.
- Purchaser : Lion Service Co., Ltd.
- Relationship : I.C.C. International Plc. and Lion Service Co., Ltd. have the same major shareowner i.e. Saha Pathana Inter-holding Plc. which is the indirect major shareowner of Lion Service Co.,Ltd.

