

Ref.No. thor bor 034/2554

November 22, 2011

Subject : 1. Selling land and building to Saha Pathanapibul Plc.
2. To authorize shareowners to propose agenda and/or to nominate candidate(s) to be elected as director(s) at the 47th General Shareowners' Meeting 2012

Attention : Director and Manager of the Stock Exchange of Thailand

According to the Board of Directors' Meeting # 7/2554 of I.C.C. International Public Company Limited, held on November 22, 2011, resolutions were passed to allow the Company to enter into following matters :

1. To allow the company to sell land and building At Prachinburi province to Saha Pathanapibul Plc. which is the related transaction as following details :

1. Date of transaction : After the Meeting and within December 2011

2. Related parties

Seller : I.C.C. International Plc.

Purchaser : Saha Pathanapibul Plc.

Relationship : I.C.C. International Plc. and Saha Pathanapibul Plc. have the same major shareowner which is Saha Pathana Inter-holding Plc. holding 22.10% of ICC's total shares and 20.63% of Saha Pathanapibul Plc's total shares.

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 0.05%

4. Details of the disposal assets :

Followings are details of land and building :

Title deed No.	Land No.	Survey Page No.	Area Rai ngarn (sq.wah)	Location	building No.
27328	283	4971	1 3 97	Muangkao Sub-district Kabinburi District Prachinburi Province	100 Village No.12 Muangkao Sub-district Kabinburi District Prachinburi Province

5. The total value of the consideration :

The land and building valued at Baht 7,000,000.-

The basis used to determine the total value : The price appraised by the independent valuer,
approved by the Thai Valuers Association
and the Valuers Association of Thailand.

6. Purpose of transaction :

1. The company has not made use of these assets which are now unused.

2. To reduce the burden on maintenance of such assets.

7. Director with conflict of interest who neither attends nor votes at the meeting is

Mr. Boonsithi Chokwatana

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

To approve the selling land and building as above-mentioned details in order to reduce the
burden on maintenance of the unused assets.

2. To comply with the corporate good governance policy, I.C.C. International Public Company Limited has authorized shareowners to propose agenda and/or to nominate candidate(s) to be elected as director(s) prior to the 47th General Shareowners' Meeting 2012 in accordance with the Company's criteria, which shall be publicized via the Company's website (<http://www.icc.co.th>). Submission of the above agenda by shareowners can be done from December 1 - 30, 2011 so that the Company can further proceed to any necessary matters.

It would be highly appreciated if you could pass this information to the shareowners and all concerned people.

Yours sincerely,

(Mr. Boonkiet Chokwatana)

President and Executive Chairman