



I.C.C. INTERNATIONAL PUBLIC COMPANY LIMITED

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Ref.No. thor bor.003/2556

January 22, 2013

Subject : To repeal the right to increase an investment in Siam Samsung Life Insurance Co.,Ltd.
Attention : Director and Manager of Exchange of Thailand

According to the Board of Directors' Meeting No. 9/2555 of I.C.C. International Public Company Limited, held on January 22, 2013, a resolution was passed to allow the Company to repeal the right in the new capital shares of Siam Samsung Co.,Ltd. for the amount of 3,232,895 shares at the price Baht 10.- per share totalling Baht 32,328,950 and to give this right to Park Capital Holding Co. Ltd. This is in line with the related transaction as following details :

1. Date of transaction : Within January 2013
2. Related parties :
 - Right repealer : I.C.C. International Plc.
 - Right receiver : Park Capital Holding Co. Ltd.
 - Relationship : I.C.C. International Plc. and Park Capital Holding Co., Ltd.

have the same major shareowner which is 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 asset 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 Shareowner's Meeting.

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



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- Volume criteria : To comply with the comparison between the compensation value and ICC's net tangible asset with resulting highest value at 0.20%
- 4. Details of transaction
 - Company name : Siam Samsung Life Insurance Co.,Ltd.
 - Type of business : Life Insurance
 - Registered capital before share : Baht 760,000,000.- divided into 76,000,000 shares increase at par value Baht 10.-
 - Registered capital after share : Baht 1,300,000,000.- divided into 130,000,000 shares increase at par value Baht 10.-
 - Number of shares allocated : 3,232,895 shares
 - Purchase price per share : Baht 10.-
 - Proportion of shares before share : 4,550,000 shares = 5.99 % of former registered increase capital
 - Proportion of shares after share : 4,550,000 shares = 3.50 % of new registered increase capital
- 5. The total value of the consideration :

The Company has repealed the right in the new capital shares of Siam Samsung Life Insurance Co.,Ltd. mounting 3,232,895 shares at Baht 10.- per share totalling Baht 32,328,950.- and given to Park Capital Holding Co., Ltd.
- 6. Purpose of transaction : To adjust share-owning structure of Siam Samsung Life Insurance Co., Ltd. in which ICC owns the shares. This is to comply with Life Insurance Act B.E. 2551 Article No. 10 effective as of February 1, 2013.
- 7. Shares owning after restructuring :

<u>Name</u>	<u>% Shares owning</u>
1. I.C.C. International Plc.	3.50
2. Saha Pathana Inter-Holding Plc.	3.73
3. Sahapathanapibul Plc.	3.50
4. Thanachart Bank Plc.	9.62
5. Park Capital Holding Co., Ltd.	51.00
6. Samsung Life Insurance Co., Ltd	28.65
Total	<u>100.00</u>



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8. Directors and Executives with conflict of interest who neither attend nor vote at the meeting are as follows : - None -
9. Opinions of the Company's Board of Directors and Audit Committee
To approve the repeal of right in the new capital shares of Siam Samsung Life Insurance Co., Ltd. as the above details to support and strengthen its invested company to achieve the business target.

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

Yours sincerely,

(Mr. Boonkiet Chokwatana)

President & Executive Chairman