

Ref. No. Thor Bor. 006/2560

February 24, 2017

- Subject : 1. Consideration of dividend payment, setting the date of the 2017 Annual General Shareowners' Meeting and the record date for shareowners entitled to attend the meeting and receive dividend.
2. Extension of guarantee facilities for Tsuruha (Thailand) Co., Ltd. with regard to credit limit with Sumitomo Mitsui Banking Corp., Bangkok Branch.
3. Extension of guarantee facilities for Transcosmos (Thailand) Co., Ltd. with regard to credit limit from Transcosmos Inc.

Attention : Director and Manager of the Stock Exchange of Thailand

According to the Board of Directors' Meeting #10/2559 of I.C.C. International Public Company Limited, held on February 24, 2017, resolutions have been passed to carry out the following matters:

1. To propose to the General Shareowners' Meeting for consideration of the annual dividend payment of Baht 1.15 per share for the company performance from January 1 to December 31, 2016. The dividend shall come from the accumulated profit with 30% corporate tax paid off. Also, to propose for consideration that the record date for shareowners entitled to receive dividend will be on May 3, 2017 and the closing date for the Company's shares transfer registration, in compliance with the Section No. 225 of the Securities and Exchange Act, which is set on May 4, 2017, with dividend payment to be made on May 23, 2017.

2. To set the date of the 52nd General Shareowners' Meeting 2017 on Monday of April 24, 2017 at 1.00 p.m. at the Chao Phraya Room 2, Montien Riverside Hotel at 372 Rama III Road, Bangkok Subdistrict, Bang Kho Laem District, Bangkok with following agenda:

- Agenda 1 To certify the previous minutes of the 51st General Shareowners' Meeting 2016, held on April 25, 2016
- Agenda 2 To acknowledge the Annual Report of the Board of Directors and the Company performance in 2016 which has been published in the Company's Annual Report
- Agenda 3 To consider for approval the financial statements and reports of the auditor as of December 31, 2016
- Agenda 4 To consider for approval the appropriation of the Company's earnings
- 4.1 Annual dividend in 2016
- 4.2 Statutory reserve
- 4.3 General reserve

Agenda 5 To consider election of new directors to replace the directors whose tenure is completed

Agenda 6 To consider for determination of the directors' remuneration

Agenda 7 To consider the appointment of an auditor and approve the audit fee

Agenda 8 To consider other matters (if any)

3. To set the record date for shareowners entitled to attend the 52nd General Shareowners' Meeting on March 16, 2017 and the closing date of the Company's share transfer registration in compliance with the Section 225 of the Securities and Exchange Act on March 17, 2017.

4. As the company has provided an opportunity to shareowners to propose in writing an agenda and/or to nominate candidate(s) to be elected as director(s) prior to the 52nd General Shareowners' Meeting 2017 to Mrs. Duangrudee Milintangul, the Company's Secretary from December 1 - 30, 2016. But after the due date, there was no agenda to be proposed and no candidate has been nominated to be elected as a member of the Board.

5. To approve an extension of one-year guarantee facilities for Tsuruha (Thailand) Co., Ltd. with regard to credit limit with Sumitomo Mitsui Banking Corp., Bangkok Branch in the proportion of investment which is within the following scope of related items:

1. Date of transaction : Within March 2017

2. Related parties

Guarantor : I.C.C. International Plc.

Applicant : Tsuruha (Thailand) Co. Ltd.

Relationship : I.C.C. International Plc. and Tsuruha (Thailand) Co., Ltd. have the same major shareowner namely Saha Pathana Inter-holding Plc. holding 22.49% shares of I.C.C. International Plc. and 15.00% of Tsuruha (Thailand) Co., Ltd. respectively

3. General description of transaction

- Transaction class : Provide financial assistance to the related party in the form of guarantee facilities with regard to credit limit proportionate to investment on the Thai side of 30.61%

- Transaction volume : Credit limit of 30,910,000 Baht

In line with the related transaction according to the announcement of the Capital Market Supervisory Board on Rules of the Connected Transactions regarding the assets or service transaction. The transaction is provision of financial assistance in the form of joint guarantee based on the proportion of investment, the value of which

is less than 100 million Baht or less than 3% of NTA whichever is less. It is noted that 3% of NTA as at 30 September 2016 was approximately 509.43 million Baht. Accordingly, such transaction requires approval from the Board of Directors and disclosure of the information to the Stock Exchange of Thailand, but no shareowner's approval is required.

4. Details on transaction

- Name of applicant : Tsuruha (Thailand) Co., Ltd.
- Type of business : Retail business for drug, food supplements, cosmetics and miscellaneous products
- Registered capital : Baht 250,000,000.- divided into 250,000 shares at Baht 1,000 per share
- Loans provided by the Banks : Baht 101,000,000.- from Sumitomo Mitsui Banking Corp., Bangkok Branch.
- Total value of guarantee : Baht 30,910,000.- on the same proportion of investment starting from March 1, 2017 – February 28, 2018

5. Purpose of transaction : 1. To provide business support to the JV company
2. To comply with obligation of the joint venture agreement

6. Directors with conflict of interest or being related parties who neither attended nor voted at the meeting are as follows : 1. Mr. Boonsithi Chokwatana 2. Mr. Thamarat Chokwatana

7. Opinions of the Company's Board of Directors and the Audit Committee :
Agreed to provide guarantee facilities as per aforementioned details to give financial support in order to strengthen JV company business to accomplish its business target as planned, as well as being in compliance with obligations of the joint venture agreement.

6. To approve extension of one-year guarantee facilities for Transcosmos (Thailand) Co., Ltd. with regard to credit limit from Transcosmos Inc. (Japan) in the proportion of investment which is within the following scope of related items:

- 1. Date of transaction : Within March 2017
- 2. Related parties
 - Guarantor : I.C.C. International Plc.
 - Applicant : Transcosmos (Thailand) Co., Ltd.

Relationship : I.C.C. International Plc. and Transcosmos (Thailand) Co., Ltd.
have the same major shareowner namely Saha Pathana Inter-holding Plc. holding 22.49% shares of I.C.C. International Plc. and holding 9.00% of Transcosmos (Thailand) Co., Ltd.

3. General description of transaction

- Transaction class : Provide financial assistance to the related party in the form of guarantee facilities with regard to credit limit proportionate to investment of 9.00%
- Transaction volume : Credit limit of 9,000,000 Baht
In line with the related transaction according to the announcement of the Capital Market Supervisory Board on Rules of the Connected Transactions regarding the assets or service transaction. The transaction is provision of financial assistance in the form of joint guarantee based on the proportion of investment, the value of which is less than 100 million Baht or less than 3% of NTA whichever is less. It is noted that 3% of NTA as at 30 September 2016 was approximately 509.43 million Baht. Accordingly, such transaction requires approval from the Board of Directors and disclosure of the information to the Stock Exchange of Thailand, but no shareowner's approval is required.

4. Details on transaction

- Name of applicant : Transcosmos (Thailand) Co., Ltd.
- Type of business : E-Commerce One Stop Service
- Registered capital : Baht 70,000,000.- divided into 70,000 shares at 1,000.- Baht per share
- Covered loan : Baht 100,000,000.- from Transcosmos Inc. (Japan)
- Guarantee amount : Baht 9,000,000.- based on proportion of investment with guarantee period of one year starting from March 16, 2017.

5. Purpose of transaction : 1. To provide business support to the JV company
2. To comply with obligations of the joint venture agreement

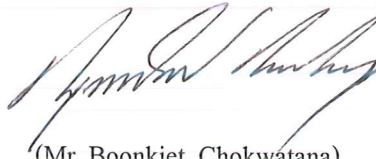
6. Director(s) with conflict of interest or being related parties who neither attended nor voted at the meeting is Mr. Thamarat Chokwatana.

7. Opinions of the Company's Board of Directors and the Audit Committee :

Agreed to provide joint guarantee as per above details in order to give financial support to strengthen the JV company business and enable it to accomplish its business target as planned, as well as to comply with the joint venture agreement's obligations.

Please kindly be informed accordingly.

Yours sincerely,



(Mr. Boonkiet Chokwatana)

Executive Chairman