

I.C.C. International Public Company Limited
Minutes of the 42nd General Shareowners' Meeting 2007
April 23rd, 2007

The 42nd General Shareowners' Meeting 2007 was held at Chao Phraya Room No. 1, the 3rd floor of Montien Riverside Hotel, 372 Rama III Road, Bangklo Subdistrict, Bangkholaem District, Bangkok. As of the closing date (April 3rd 2007 at 12.00 noon) there were 1,853 shareowners holding the total number of 290,633,730 shares.

Attendants of the meeting:

- Eleven members of the Board of Directors attended the meeting (complete board)

| | | |
|-----------------------|---------------------|---|
| 1. Som | Chatusripitak Ph.D. | Chairman |
| 2. Dr. Boonsithi | Chokwatana | Vice Chairman |
| 3. Dr. Boonkiet | Chokwatana | President |
| 4. Thiraphong | Vikitset Ph.D. | Independent Director and Audit Committee Chairman |
| 5. Mr. Amorn | Asvanunt | Independent Director and Audit Committee Member |
| 6. Pol.Gen. Somchai | Prabhasabhakdi | Independent Director and Audit Committee Member |
| 7. Pol.Lt.Gen. Amarin | Niemskul | Independent Director and Audit Committee Member |
| 8. Mr. Manu | Leelanuwatana | Director |
| 9. Mr. Vira | Ua-Arak | Director |
| 10. Mrs. Daranee | Manawanitjarern | Director |
| 11. Mr. Thamarat | Chokwatana | Director |

Five sub-committees are as follows:

| | | | | | |
|---------------------------------|------|---------------|----------------|----|----------|
| 1. Audit Committee | with | Thiraphong | Vikitset Ph.D. | as | Chairman |
| 2. Remuneration Committee | | Dr. Boonkiet | Chokwatana | | Chairman |
| 3. Nomination Committee | | Dr. Boonsithi | Chokwatana | | Chairman |
| 4. Risk Management Committee | | Mr. Amorn | Asvanunt | | Chairman |
| 5. Board of Executive Directors | | Dr. Boonkiet | Chokwatana | | Chairman |

- All five sub-committee chairmen attended the meeting.

- All members of Audit Committee, Remuneration Committee, Nomination Committee, and Risk Management Committee attended the meeting.

- There are ten persons out of fourteen Executive Directors, Administration and the top Finance Executives attending the meeting:

| | | |
|------------------|-------------------|---|
| 1. Dr. Boonsithi | Chokwatana | Advisor to the Board of Executive Directors |
| 2. Dr. Boonkiet | Chokwatana | Chairman of the Board of Executive Directors and President |
| 3. Mrs. Daranee | Manawanitjarern | Vice President : Accounting, Finance and Information Technology Division |
| 4. Mr. Somphol | Chaisiriroj | Vice President : Division C supervising ARROW products |
| 5. Mr. Amnuay | Bumroongwongthong | Vice President : Division G, K supervising WACOAL lingerie and children wears |
| 6. Miss Pisamai | Chunmanu | Vice President : Division I supervising LACOSTE products |
| 7. Mrs. Nonglaks | Techaboonanek | Vice President : Division E, M, O supervising lingerie brands such as BSC, VR |
| 8. Mr. Thamarat | Chokwatana | Vice President : Division X supervising LENOVO products |

and Call Center

- | | | |
|-------------------|-----------------|--|
| 9. Mrs. Chumaphan | Wichienkuer | Vice President : Company Administration Division |
| 10. Mr. Pairoj | Hirunwongsawang | Vice President : Sales Management Division |

- Two company's legal representatives from Vira Law Office Ltd. attended the meeting and participated in counting and inspecting the votes casting in each agenda :

- | | | | |
|----------------|------------|-----------------|--------------|
| 1. Mrs. Kobsuk | Saengsawad | 2. Ms. Suphanni | Lueangsathit |
|----------------|------------|-----------------|--------------|

- Three company's auditors from the Office of DIA International Auditing attended the meeting and observed the votes counting :

- Certified public accountant for the year 2006

| | | |
|--------------|---------------|--|
| Mrs. Suvimol | Krittayakiern | certified public accountant with registration No. 2982 |
|--------------|---------------|--|

- The appointed certified public accountant for the year 2007

- | | | |
|--------------------|-------------|---|
| 1. Mrs. Vilairat | Rojnuckarin | certified public accountants with registration No. 3104 |
| 2. Mrs. Somjintana | Polhiranrat | certified public accountants with registration No. 5599 |

The meeting started at 01.00 p.m.

Mrs. Daranee Manawanitjarern, the Company Secretary informed the result of quorum counting and the number of attendants with gain and loss as following details :

1. At the start of the meeting, there were 68 shareowners and 130 proxies holding an aggregate number of 261,730,130 shares representing 90.05% of the total shares, thereby constituting a quorum.

2. Total number of shareowners and proxies who were non-eligible to attend the meeting : - none -

3. Total number of shareowners and proxies who were non-eligible to vote : - none -

Som Chatusritapak Ph.D., Chairman of the Board of Directors acting as the Chairman of the Meeting, declared the Meeting open.

Before the Meeting started, the Chairman introduced Board of Directors, five sub-committees, Executive Directors, legal advisors and the company's auditors, and thanked all shareowners for their attendance and also informed the meeting that Mrs. Daranee Manawanitjarern, the Company Secretary, was assigned to check shareowners' documents before the meeting started, with the result that there was no problem concerning the documents for attending the meeting.

Then, the Chairman performed the meeting procedure by informing about rules and regulations of the Securities Exchange Commission and the Stock Exchange of Thailand concerning procedures to organize the shareowners' meeting of the listed company as following details :

1. Shareowners have the right to question and comment in every agenda.

2. Method of casting and counting a vote

2.1 According to the Company's Articles of Association No 44, which says "In casting a vote, one share is counted as one vote".

2.2 Casting a vote in every agenda must be done in open method.

To cast a vote, one must raise a voting pad received from the registered counter in front of the meeting room.

Shareowner can only cast the vote with either approve, disapprove or abstain.

In votes counting, the votes with disapprove or abstain result shall be deducted from the total votes available at the meeting. The rest shall be counted as the approve votes for each individual agenda. In case of vote with disapprove or abstain, a shareowner shall be requested to raise the voting pad and then

the voting card shall be given to be filled with detail such as the given voting card No., together with comment and signature for convenience and transparency of votes counting.

The Board of Directors also reserved the right as shareowners to cast an approve-vote in every agenda. For proxies authorized by other shareowners, casting the vote must be done in compliance with the proxy form. The agenda of the meeting was then passed to Dr. Boonkiet Chokwatana, President of the Company to further conduct the meeting.

In order to comply with Securities and Exchange Commission entitled "Procedure to organize Shareowners' Meeting", the number of attendants shall be counted every time of the turn to any new agenda, and shall be informed to the shareowners.

Before entering the agenda 1

| Attendants of the meeting | Attendants | shareowners | Shares | Total Shares |
|---------------------------|------------|--------------|-------------|--------------|
| New comers | 2 | 2 | 430,990 | 290,633,730 |
| Total | 70 | 132 | 262,161,120 | |
| | | equivalent % | 90.20 | 100 |

Agenda 1 To approve the minutes of the 41st General Shareowners' Meeting 2006 held on April 24th 2006.

The President informed that the Company had delivered a copy of the minutes of the 41st General Shareowners' Meeting 2006 held on April 24th, 2006 which was recorded with complete and correct facts as presented in the meeting and prepared such minutes after the meeting within 14 days and submitted to the Securities and Exchange Commission and Ministry of Commerce within the period of time stipulated by the law. All these documents have already been publicized via the company's website (www.icc.co.th) and delivered to all shareowners in advance together with the invitation letter. As there was no question raised on this matter, the President asked the meeting to consider an approval of the said minutes.

The President gave a chance for inquiry to shareowners but none was raised.

After due consideration, the meeting unanimously approved the said minutes

| Vote | shareowners | Shares | % of number of shares at the meeting |
|--------------|-------------|-------------|--------------------------------------|
| - Disapprove | 0 | 0 | 0% |
| - Abstain | 0 | 0 | 0% |
| - Approve | 132 | 262,161,120 | 100.00% |

Before entering the agenda 2

| Attendants of the meeting | Attendants | shareowners | Shares | Total Shares |
|---------------------------|------------|--------------|-------------|--------------|
| New comers | 0 | 0 | 0 | 290,633,730 |
| Total | 70 | 132 | 262,161,120 | |
| | | equivalent % | 90.20 | 100 |

Agenda 2 To acknowledge the Board of Directors' report and their business performance for the year 2006 which were published in the Company's Annual Report.

The President informed that the Board's report and their business performance for the year 2006 had already been published in the Company's 2006 Annual Report which was prepared in complete and correct facts in compliance with rules and regulations of the Securities and Exchange Commission, the Stock Exchange of Thailand and the international practice and were delivered in advance to all shareowners together with an invitation letter. The Company's

2006 Annual Report has also been published in the Company's web site (www.icc.co.th). The meeting was welcomed to any question if it might be raised on this matter. Since there was no question raised, the attendants of the meeting were then asked to acknowledge the reports and proceed to the next agenda.

The President gave a chance for inquiry to shareowners but none was raised.

Before entering the agenda 3

| Attendants of the meeting | Attendants | shareowners | Shares | Total Shares |
|---------------------------|------------|--------------|-------------|--------------|
| New comer | 0 | 0 | 0 | 290,633,730 |
| Total | 70 | 132 | 262,161,120 | |
| | | equivalent % | 90.20 | 100 |

Agenda 3 To consider an approval of the Financial Statements and Reports of the Auditor as of December 31st, 2006.

The President asked the meeting to consider an approval of the Financial Statements and Auditor's Reports as of December 31st, 2006 which had already been published in the Company's 2006 Annual Report from pages 144 - 197. These Financial Statements and Auditor's Reports which were delivered in the form of a book or CD to all shareowners together with an invitation letter, had been prepared in conformity with generally accepted accounting principles and audited and certified by the Certified Public Accountant. The meeting was welcomed to any question if it might be raised on this matter. Since there was no question raised, the President then asked attendants of the meeting to approve the said agenda.

The President gave a chance for inquiry to shareowners but none was raised.

After due consideration, the meeting unanimously approved the said minutes

| Vote | shareowners | Shares | % of number of shares at the meeting |
|--------------|-------------|-------------|--------------------------------------|
| - Disapprove | 0 | 0 | 0% |
| - Abstain | 0 | 0 | 0% |
| - Approve | 132 | 262,161,120 | 100.00% |

Before entering the agenda 4

| Attendants of the meeting | Attendants | shareowners | Shares | Total Shares |
|---------------------------|------------|--------------|-------------|--------------|
| New comer | 0 | 0 | 0 | 290,633,730 |
| Total | 70 | 132 | 262,161,120 | |
| | | equivalent % | 90.20 | 100 |

Agenda 4 To consider and approve an appropriation of earnings

4.1 Payment of 2006 dividend at Baht 1.00 per share

The President informed that in accordance with the resolution of the Board of Directors' Meeting #10/2549 held on February 27th, 2007, shareowners should be proposed for approval of the 2006 dividend payment based on the Company's business performance from January 1st to December 31st 2006 at Baht 1.00 per share. According to the Company's dividend policy, payment of dividend is set at 20% of par value per share. As in 2006, the Company gained net profit at the amount of Baht 733,411,346.69, it was then considered appropriate to pay the 2006 dividend at Baht 1.00 per share for shareowners at the closing date on April 3rd, 2007 at 12.00 noon representing the total amount of 290,633,730

shares totalling Baht 290,633,730.- making the pay-out ratio reaching 0.40 times or equivalent to 100% of par value per share, Payment of dividend was fixed on May 22nd, 2007.

Followings are details of dividend payment :

| Description | Unit | 2006 Paid on May 22,2007 | 2005 Paid on May 23,2006 |
|-------------------------------|--------|-----------------------------|-----------------------------|
| 1. Net profit | Baht | 733,411,346.69 | 686,289,528.25 |
| 2. Number of shares | shares | 290,633,730 | 290,633,730 |
| 3. Dividend payment per share | Baht | 1.00 | 1.00 |
| 4. Amount of payment | Baht | 290,633,730.00 | 290,633,730.00 |
| 5. Payout ratio | times | 0.40 | 0.42 |

Attendants of the meeting were requested to consider for approval of such payment.

The President gave a chance for inquiry to shareowners but none was raised.

After due consideration, the meeting unanimously approved the said minutes

| Vote | shareowners | Shares | % of number of shares at the meeting |
|--------------|-------------|-------------|--------------------------------------|
| - Disapprove | 0 | 0 | 0% |
| - Abstain | 0 | 0 | 0% |
| - Approve | 132 | 262,161,120 | 100.00% |

4.2 Statutory Reserve

The President informed that according to the Company's Articles of Association : Chapter 6 on Dividend and Reserve Fund of which the Article No. 59 says " The Company shall allot at least one-twentieth (1/20) of its annual net profit less the accumulated loss brought forward to a reserve fund until such reserve fund attains the amount of one-tenth (1/10) of the Company's registered capital." As of December 31st, 2006, the Company's registered capital amounted Baht 500,000,000,- with paid-up capital Baht 290,633,730 and statutory reserve Baht 50,000,000.- representing 10% of the registered capital. The Board of Directors thus considered appropriate not to increase the amount of statutory reserve as it has already been completely reserved in compliance with the Company's Articles of Association. Attendants of the meeting were then requested to consider for approval.

The President gave a chance for inquiry to shareowners but none was raised.

After due consideration, the meeting unanimously approved the said minutes

| Vote | shareowners | Shares | % of number of shares at the meeting |
|--------------|-------------|-------------|--------------------------------------|
| - Disapprove | 0 | 0 | 0% |
| - Abstain | 0 | 0 | 0% |
| - Approve | 132 | 262,161,120 | 100.00% |

4.3 General Reserve

The President informed that in order to strengthen the Company's financial reserve and business stability, as well as increasing shareowners' wealth, the Board of Directors proposed to appropriate 10 % of the 2006 net profit as the general reserve at the amount of Baht 73,341,134.67.-. The President then asked the meeting to consider an approval of the said proposal.

The President gave a chance for inquiry to shareowners but none was raised.

After due consideration, the meeting unanimously approved the said minutes

| Vote | shareowners | Shares | % of number of shares at the meeting |
|--------------|-------------|-------------|--------------------------------------|
| - Disapprove | 0 | 0 | 0% |
| - Abstain | 0 | 0 | 0% |
| - Approve | 132 | 262,161,120 | 100.00% |

Before entering the agenda 5

| Attendants of the meeting | Attendants | shareowners | Shares | Total Shares |
|---------------------------|------------|--------------|-------------|--------------|
| New comers | 1 | 1 | 18,450 | 290,633,730 |
| Total | 71 | 133 | 262,179,570 | |
| | | equivalent % | 90.21 | 100 |

Agenda 5 To consider an election of new directors replacing the ones who resigned in due course and determine their remuneration.

5.1 To elect new directors replacing the ones who resigned in due course

The President informed that according to the Company's Articles of Association, Chapter 3 : Board of Directors, the Article No. 22 says " At every Annual General Meeting, one-third (1/3) of the Directors shall retire from office. If the number of Directors cannot be divided evenly into three (3) parts, the nearest number to such one-third (1/3) of the Directors shall retire from office. The retirement of Directors in the first and second years after registration of the Company shall be effected by drawing lots. In the subsequent years, the Directors holding office the longest period shall retire . The retired Director might be re-elected". There were 11 appointed Directors and in order to comply with the Company's Articles of Association, the following 4 Directors had to retire in due course :

- | | | | |
|--------------|--------------------|-----------------|-----------------|
| 1. Som | Chatusripitak Ph.D | 3. Mrs. Daranee | Manawanitjarern |
| 2. Mr. Amorn | Asvanunt | 4. Mr. Thamarat | Chokwatana |

According to the opinion of the Board of Directors (not including directors with gain and loss considered by the Nomination Committee's view), the 4 retired Directors should be proposed to resume their position for the administration year 2007 due to their valuable knowledge, experiences and long contribution to the Company.

According to the Public Limited Company Act B.E. 2535, Section 86 stipulates that "It is prohibited for Directors to operate the same type of business and in competition with the Company, or enter into partnership in an ordinary partnership or an unlimited liability partner in a limited partnership, or be a Director of a private company, or other company operating the same type of business and in competition with the Company whether for own benefits or for benefits of others, except a notification shall be given to the Shareowners' Meeting prior to the resolution". For this reason, shareowners were informed of the business operations of all Directors elected according to the previous paragraph, of which were the same type and in competition with the Company, whether for own benefits or for benefits of others, in compliance with Section 86 of the Public Limited Company Act B.E. 2535. Details are as follows :

- Bangkok Athletic Co.,Ltd.
- Boutique Newcity Public Company Limited
- Poonchai Co., Ltd.
- Wien Co., Ltd.
- Sahapathanapipul Public Company Limited
- Saha Thai Pathanaphant Co., Ltd.
- O.C.C. Public Company Limited

- Intanin Chiangmai Co., Ltd.
- Can Co., Ltd.
- Eastern I.C.C. Co., Ltd
- Sun & Sand Co., Ltd.
- Inter South Co., Ltd.
- Korajwatana Co., Ltd.
- Paknumpo Wattana Co., Ltd.
- Maharachapruerk Co., Ltd.
- Saha Direction International Co., Ltd.
- Better Way (Thailand) Co., Ltd.
- Silver Rain Co., Ltd.
- Saha Asia Pacific Co.,Ltd.
- Fanci (Thailand) Co.,Ltd.
- International Commercial Coordination (HK) Limited
- I & I (ITOKIN I.C.C.) PTE.LTD.
- Shiseido Professional (Thailand) Co.,Ltd.
- Belle Maison (Thailand) Co.,Ltd.
- BSC Entertainment Co.,Ltd.
- Sriracha BSC Bowling Co.,Ltd.
- MIT Pathana Homeshopping Co.,Ltd.

Attendants of the meeting were then requested to consider and elect new directors to replace the retired directors as following details :

| Name | Type of Director | Approve (%) | Disapprove (%) | Abstain (%) |
|---------------------------------|------------------|---------------------------------|------------------|------------------|
| 1. Som Chatusripitak Ph.D | Director | 262,179,570 Shares (100.00%) | 0 Shares (0%) | 0 Shares (0%) |
| 2. Mr. Amorn Asvanunt | Director | 262,179,570 Shares (100.00%) | 0 Shares (0%) | 0 Shares (0%) |
| 3. Mrs. Daranee Manawanitjarern | Director | 262,179,570 Shares (100.00%) | 0 Shares (0%) | 0 Shares (0%) |
| 4. Mr. Thamarat Chokwatana | Director | 262,179,570 Shares (100.00%) | 0 Shares (0%) | 0 Shares (0%) |

According to the result of the election, the Board of Directors for the year 2007 administration were as follows :

1. Som Chatusripitak Ph.D.
2. Dr. Boonsithi Chokwatana
3. Dr. Boonkiet Chokwatana
4. Thiraphong Vikitset Ph.D. (Independent Director and Audit Committee Chairman)
5. Mr. Amorn Asvanunt (Independent Director and Audit Committee Member)
6. Pol.Gen. Somchai Prabhasabhakdi (Independent Director and Audit Committee Member)
7. Pol.Lt.Gen. Amarin Niemskul (Independent Director and Audit Committee Member)
8. Mr. Manu Leelanuwatana

9. Mrs. Daranee Manawanitjarern
10. Mr. Vira Ua-Arak
11. Mr. Thamarat Chokwatana

Authorization of the board of directors is set " Two of seven directors will have power to affix the signature together with the company's seal to be binding on the company. Following are the name list of binding directors :

- | | | | |
|-----------------|-------------------|------------------|---------------|
| 1. Som | Chatusritak Ph.D. | 2. Dr. Boonsithi | Chokwatana |
| 3. Dr. Boonkiet | Chokwatana | 4. Mr. Manu | Leelanuwatana |
| 5. Mrs. Daranee | Manawanitjarern | 6. Mr. Vira | Ua-Arak |
| 7. Mr. Thamarat | Chokwatana" | | |

5.2 To determine directors' remuneration

The President informed that according to the Company's Articles of Association, Chapter 3 : Board of Directors, Article No. 33 which says "No payment or other properties shall be made or given by the Company to a director except a remuneration pursuant to his or her right including other compensations as usually paid to him or her as a director of the Company such as salary, meeting allowance, per diem, insurance premium, pension, bonus, reward, medical expenses, fuel and transportation expenses. This excludes the remuneration or welfare in which the directors are entitled to receive as employees of the company". The Remuneration Committee then deemed appropriate to determine the directors' remuneration for their hard working within the same amount of last year but not exceeding Baht 20 million per year. This does not include the remuneration or welfare in which the directors are entitled to receive as employees of the company. This practice shall be in effect every year until any further change. The allocation shall be under the responsibility of the Remuneration Committee.

Followings are comparison of director's remuneration :

(Unit : Baht)

| Remuneration component | 2006 (Year in office from Apr.05 – Apr.06) | 2005 (Year in office from Apr.04 – Apr. 05) | % Year 05/06 |
|--|--|---|-----------------|
| Gratuitation, conference allowance, and director fee | 15,382,000.00 | 13,206,000.00 | 116.48 |

The 2006 remuneration for each director can be observed from the 2006 annual report from pages 112 – 113. Attendants of the meeting were requested to consider for approval of such payment.

The President gave a chance for inquiry to shareowners but none was raised.

After due consideration, the meeting unanimously approved the said minutes

| Vote | shareowners | Shares | % of number of shares at the meeting |
|--------------|-------------|-------------|--------------------------------------|
| - Disapprove | 0 | 0 | 0% |
| - Abstain | 0 | 0 | 0% |
| - Approve | 133 | 262,179,570 | 100.00% |

Before entering the agenda 6

| Attendants of the meeting | Attendants | shareowners | Shares | Total Shares |
|---------------------------|------------|--------------|-------------|--------------|
| New comer. | 0 | 0 | 0 | 290,633,730 |
| Total | 71 | 133 | 262,179,570 | |
| | | equivalent % | 90.21 | 100 |

Agenda 6 To consider an appointment of auditor and determining his remuneration

The President informed that according to the Company's Articles of Association, Chapter 4 : Shareowners' Meetings, Article No. 45 (5) which required the company to appoint an auditor and determine the remuneration, and according to the Article No. 50 required that the appointed auditor must not hold any position in the company such as a director, staff, employee, or any other functions in the company and the retired auditor can be re-elected to resume the position. To comply with rules and regulations of Securities and Exchange Commission concerning the rotation of auditor, an auditor should be changed if he/she has been in the position for five consecutively accounting-year term. The company can choose other auditor from the same auditing company. After this rotation, the company shall wait for at least two consecutive accounting years to resume employing the former auditor.

In the 41st General Shareowners' Meeting 2006, Mrs. Suvimol Krittayakiern and/or Mrs. Vilairat Rojnuckarin, certified public accountants with registration No. 2982 and /or 3104 from Office of DIA International Auditing were appointed to be the Company's auditor(s). In 2007, as Mrs. Suvimol Krittayakiern from the Office of DIA International Auditing, has already been appointed as the Company's auditor since 2002 – 2006, completing five accounting-year term, the Audit Committee thus considered appropriate to elect Mrs. Somjintana Polhiranrat and/or Mrs. Vilaairat Rojnuckarin, the certified public accountants with registration No. 5599 and/or No. 3104 from the Office of DIA International Auditing to the company's auditor(s) for the year 2007, as they are well-experienced and fully qualified in compliance with rules and regulations of the company and the Federation of Accounting Professions, as well as the Securities and Exchange Commission and the Stock Exchange of Thailand. Their remuneration is set as follows :

| | 2007 (Baht) | 2006 (Baht) | % Year 07/06 |
|---|----------------|----------------|-----------------|
| Annual auditing fee | 555,000 | 520,000 | 106.73 |
| Reviewing fee per each quarter @ 105,000/2007 @ 95,000/2006 | 315,000 | 285,000 | 110.53 |
| Total | 870,000 | 805,000 | 108.07 |

The proposed auditors have no relationship or no gain and loss with the company / affiliated companies / executives / major shareowners or any other related persons.

Attendants of the meeting were thus requested to consider for approval of such payment.

The President gave a chance for inquiry to shareowners but none was raised.

After due consideration, the meeting unanimously approved the said minutes

| Vote | shareowners | Shares | % of the number of shares at the meeting |
|--------------|-------------|-------------|--|
| - Disapprove | 0 | 0 | 0% |
| - Abstain | 0 | 0 | 0% |
| - Approve | 133 | 262,179,570 | 100.00% |

Before entering the agenda 7

| Attendants of the meeting | Attendants | shareowners | Shares | Total Shares |
|---------------------------|------------|--------------|-------------|--------------|
| New comer. | 0 | 0 | 0 | 290,633,730 |
| Total | 71 | 133 | 262,179,570 | |
| | | equivalent % | 90.21 | 100 |

Agenda 7 To consider for approval of the amendment of the Company's Memorandum of Association No. 3 to alter some details of nine objectives (No. 1 (j), No. 11, No. 12, No. 13, No. 14, No. 24, No. 45, No. 50 and No. 51), as well as to add more five number of objectives from 56 to the total of 61 items.

The President informed to the meeting that in order to correspond with the current business operation in expanding the scope of company's business, it is necessary to amend the company's Memorandum of Association No. 3 to alter some details of nine objectives (No. 1 (j), No. 11, No. 12, No. 13, No. 14, No. 24, No. 45, No. 50 and No. 51), as well as to add more five number of objectives from 56 to the total of 61 items.

Following are nine amended objectives No. 1 (J), No. 11, No. 12, No. 13, No. 14, No. 24 , No. 45, No. 50 and No. 51 :

(1) To conduct business on purchase, sell, distribute, sell with right of redemption of goods and products in Thailand, or to import or export the following products.

j. Machinery, engines, labour-saving devices, molds, hardwares, mechanical equipment, computers, softwares, printers, all kinds of computer equipment, typewriters, calculators, accounting machines, computers, generators, electric appliances, refrigerators, air-conditioners, fans, electric rice cookers, irons, pumps, heaters, coolers, kitchen utensils, ironware, copperware, bronzeware, sanitary products, household equipment, furniture, all types of car, motorcycles, bicycles, airplanes, trains and all other vehicles, hydroplanes, helicopters, gliders, flying boats, any kinds of vessel, all kinds of electrical equipment and appliances, temperature-controlled machines and equipment used in industrial work, safety instruments, tools and instruments for making air and land maps, meteorological tools and instruments, scientific instruments, fishery tools and instruments, tools and instruments for navigation of all marine and aircraft, all communication and electronic instruments, all kinds of satellite-communications equipment, mobile phone and accessories, lifts, escalators, safety doors, safes, instruments for safety and stability as well as spare parts, components and equipment thereof.

(11) To conduct business of contractor, construction, design and drawing on all kinds of construction and engineering work, giving consultation on technical field and others of the same kind, construction of the building, apartment, commercial building, residential building, office, road, bridge, dam, tunnel, including all kinds of construction and civil work.

(12) To conduct advertising and PR business, advertising and PR planning, design, consult, operate and conduct all kinds of advertising and PR business, including to produce program via TV, radio and all kinds of mass media, as well as to organize exhibition room and trade exhibition.

(13) To establish, own and carry on the business of purchase, sale, hire, assembly, decoration, management and operation of factory, hotel, resort, residential house, restaurant, bar, nightclub, karaoke, perform VDO and television show, bowling, plaza, all kinds of market to sell fresh and dry foods including non-food products, consumer goods, and all kinds of products for whole sale and retail, traditional and modern massage parlour, theater and other house of entertainment, resort, sports stadium, swimming pool and all types of entertainment business.

(14) To carry on the knowledge business and/or to give knowledge on beauty, beautification, facial make-up, modelling, including the establishment of such school (after being approved by the authorized office).

(24) To carry on the business of purchase, sale and exchange of all foreign currencies (after being approved by the authorized office).

(45) To carry on the business of production, purchase, sale, hire, hire-purchase, sale with the right of redemption, pledge, mortgage, let, purchase or sale by installment payment of various movable properties being machinery, engines, labour-saving devices, molds, hardware, mechanical tools, typewriters, computers, softwares, printers, all kinds of computer equipment, calculator, accounting machines, computers, generators, electric appliances, refrigerators, air-conditioners, fans, electric rice cookers, irons, pumps, heaters, coolers, kitchen utensils, ironware, copperware, bronzeware,

sanitary products, household equipment, furniture, all types of car, motorcycle, bicycle, airplane, train and all other vehicles, hydroplanes, helicopters, gliders, flying boats, any kinds of vessel, all kinds of electrical equipment and appliances, temperature-controlling machines and equipment used in the industrial work, safety instruments, tools and instruments for making air and land maps, meteorological tools and instruments, scientific instruments, fishery tools and instruments, tools and instruments for navigation of all kinds of marine and aircraft, all electronic and satellite-communication instrument, lift, escalator, safety door, safe, instrument for safety and stability as well as spare parts, components and equipment thereof, construction material, tool and equipment for construction, house and office, furniture, durable articles, all mechanical instruments, paint, painting tools, all materials for decoration of building as well as agricultural equipment, fertilizer and agricultural products, rubber products, canvas, plastic clothes, sponge, leathers, sporting instruments, hardware, aluminium, plastic, paper and/or products which are made of the afore-mentioned materials whether they are in the nature of raw materials or processed materials, office appliances, factory appliances, household appliances, personal appliances, kitchen utensils, decorative materials, cars, motorcycles, motorboats, vehicles, engines, all machines, spare parts, vehicle equipment, all engines of such machinery, mobile phones and accessories, as well as all communication and telecommunication instruments, all construction materials, all equipment and spare part of electric appliance, computer and all accessories, minerals, metal, silver, gold, various precious stones, garments, ornaments, beautification materials and equipment, such as wigs, etc., models as well as other decorative equipment, medicine, vitamins, medical products, chemicals, medical instruments and equipment for medical treatment, hardware, aluminium and/or plastic, furniture, durable articles, agricultural equipment and products, fire extinguisher and safety instruments with all accessories, sewing machines and spare parts concerning sewing, equipment and spare parts concerning movie projection as well as various video tapes, equipment and instruments concerning various studies and researches, sanitary products and accessories, musical instruments and accessories, typewriter, photocopier, copying machine as well as relating equipment and spare parts.

(50) To conduct business on construction of house, apartment, residential building, commercial building or condominium for hire, hire-purchase and sale together with the land, soil filling, design and calculation of construction work, architecture, including to perform all activities to allocate the building, premises or land in compliance with the condominium act.

(51) To conduct immovable asset development business including to purchase, sell or allocate the land into small plots with or without premises for hire, hire-purchase and sale.

Five additional objectives are as follows :

(57) To conduct electronic commerce business

(58) To conduct business of data receiving and sending center or product or service information from one party to another via call center, electronics, computer network, documents, publication media, and all kinds of media.

(59) To provide public service, electricity, water supply, air-conditioning, telephone, internet, parking area and others, including cleaning service, decoration, repair, maintenance on electricity, water supply, air-conditioning, telephone, internet, parking area and other public services both inside and outside the building, apartment, resort, residential house, commercial building, office building, office and condominium.

(60) To provide security service for individual or all kinds of assets.

(61) To conduct other businesses or performances of the company which may be undertaken in the future, or to be obliged for such accomplishment, as well as to add more objectives or amend the said objectives in the future.

The amendment of the company's Memorandum of Association No. 3 by altering some objectives can be done by resolution of Shareowners' Meeting with number of votes not less than three fourth of the total number of votes of shareowners attending the meeting and being entitled for votes. To facilitate the amendment of the company's Memorandum of

Association No. 3, it was requested to authorize the board of directors to alter or add any statements or wordings in such amended objectives, or to do so in accordance with instructions of the public limited company's registrar, Department of Business Development, Ministry of Commerce to comply with the resolutions of the meeting. Attendants of the meeting were thus requested to consider for approval.

The President gave a chance for inquiry to shareowners but none was raised.

After due consideration, the meeting unanimously approved the said minutes

| Vote | shareowners | Shares | % number of shares at the meeting |
|--------------|-------------|-------------|-----------------------------------|
| - Disapprove | 0 | 0 | 0% |
| - Abstain | 0 | 0 | 0% |
| - Approve | 133 | 262,179,570 | 100.00% |

Before entering the agenda 8

| Attendants of the meeting | Attendants | shareowners | Shares | Total Shares |
|---------------------------|------------|--------------|-------------|--------------|
| New comer. | 0 | 0 | 0 | 290,633,730 |
| Total | 71 | 133 | 262,179,570 | |
| | | equivalent % | 90.21 | 100 |

Agenda 8 To consider other matters (if any).

Since there was no questions raised.

The Chairman thanked the President and the Company Secretary, including all shareowners who attended the meeting. As there was no other matters raised, the Chairman declared the meeting closed and invited all shareowners to have tea and coffee for refreshment.

The meeting adjourned at 01.50 p.m.

Som Chatusripitak
(Som Chatusripitak Ph.D.)
Chairman of the Meeting

Daranee Manawanitjarern
(Mrs. Daranee Manawanitjarern)
Company Secretary

Boonkiet Chokwatana Thamarat Chokwatana
(Mr. Boonkiet Chokwatana) (Mr. Thamarat Chokwatana)
Directors