

Ref. Thor Bor 27/2563

17 July 2020

Subject: 1. Provision of Joint Loan Guarantee for Issara United Co., Ltd.  
2. Provision of Loan to Mobile Logistics Co., Ltd.

To: Director and Manager of the Stock Exchange of Thailand

The Board of Directors of I.C.C. International Plc. in its meeting #15/2562 held on July 17<sup>th</sup> 2020, considered and approved the following:

1. Provision of joint guarantee for Issara United Co., Ltd. in the latter's credit lines extended by Bangkok Bank Limited in the amount of THB 255 million, whereby all shareowners providing joint guarantee in proportion to their investment in Issara United Co., Ltd. resulting in ICC's share of the joint guarantee amounting to THB 63,750,000.- which is considered a related transaction as per the following details:

1. Date of transaction : By the end of July 2020
2. Related parties
  - Guarantor : I.C.C. International PLC
  - Applicant : Issara United Co., Ltd.
  - Relationship : Issara United Co., Ltd. has Saha Pathanapibul Plc. as the major shareowner, with 25% equity; while Saha Pathanapibul Plc. and I.C.C. International Plc. both have the same major shareowner, namely Saha Pathana Inter-Holding Plc, with 24.98% and 24.79 % equity in Saha Pathanapibul Plc. and ICC respectively.
3. General characteristics of the transaction
  - Transaction class : Provision of financial assistance to a related party in the form of joint guarantee proportionate to its investment of 25.00 %.
  - Transaction volume : Joint guarantee amounting to THB 63,750,000.- which is within the guidelines of a connected transaction in relation to provision of financial assistance in the form of joint guarantee based on the proportion of investment as prescribed in the announcement of the Capital Supervisory Board on Rules of Connected Transactions, 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 31 March 2020 was approximately THB 792 million.

Accordingly, such transaction requires approval from the Board of Directors and disclosure of the information to the Stock Exchange of Thailand, but no shareowners' approval is required.

4. Details of Transaction

- Name of applicant : Issara United Co., Ltd.
- Type of business : Real estate development and petrol service stations
- Registered Capital : THB 300,000,000.-, divided into 3,000,000 shares at THB 100.- per share
- Credit Line : A total of THB 255,000,000.- as long-term loan for a period of 2 years.
- Total value of guarantee : THB 63,750,000.- in proportion to investment in Issara United Co., Ltd. (25.00% of the credit line of THB 255 million)

Effective from the date of execution of the loan guarantee agreement by the end of July 2020

5. Purpose of transaction : To provide business support to the JV company so that it may proceed according to plan.

6. Directors with possible conflict of interest who neither attended nor voted in the meeting:

Mr. Boonkiet Chokwatana

7. Opinion of the Board of Directors and the Audit Committee:

Agreed to provide guarantee facilities as per the aforementioned details to give financial support in order to strengthen JV company to accomplish its business target as planned.

2. Provision of a loan to Mobile Logistics Co., Ltd. in proportion to investment in said joint venture company in the amount of THB 3,550,000.- which is considered a related transaction as per the following details:

1. Date of transaction : By the end of July 2020
2. Related parties
  - Lender : I.C.C. International Plc.
  - Borrower : Mobile Logistics Co., Ltd.
  - Relationship : I.C.C. International Plc. and Mobile Logistics Co., Ltd. both have the same major shareowner, namely Saha Pathana Inter-Holding Plc, with 24.79% and 9.00% equity in ICC and Mobile Logistics Co., Ltd. respectively.

## บริษัท ไอ.ซี.ซี. อินเตอร์เนชั่นแนล จำกัด (มหาชน)

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โทรสาร : (02) 294-3024 www.icc.co.th E-mail : webmaster@icc.co.th ทะเบียนเลขที่ 0107537001374

### 3. General characteristics of the transaction

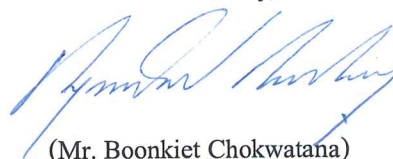
- Transaction class : Provision of financial assistance to a related party
- Transaction volume : Loan amount of THB 3,550,000.- which is within the guidelines of a connected transaction in relation to provision of financial assistance in the form of joint guarantee based on the proportion of investment as prescribed in the announcement of the Capital Supervisory Board on Rules of Connected Transactions, 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 31 March 2020 was approximately THB 792 million. Accordingly, such transaction requires approval from the Board of Directors and disclosure of the information to the Stock Exchange of Thailand, but no shareowners' approval is required.

### 4. Details of Transaction

- Name of financially-assisted : Mobile Logistics Co., Ltd.  
Company
  - Total value of loan : THB 3,550,000.-. Period of loan 2 years from the date Mobile Logistics Co., Ltd. receives the loan.
  - Interest rate : 3.37 percent per annum.
5. Purpose of Transaction : 1. To support the business of the invested company.  
2. To gain benefit from loan interest.
6. Directors with possible conflict of interest who neither attended nor voted in the meeting:  
- None -
7. Opinion of the Board of Directors and the Audit Committee:  
Agreed to provide guarantee facilities as per the aforementioned details to give financial support in order to strengthen JV company to accomplish its business target as planned, as well as in the interest of the Company's financial management.

Please kindly be informed accordingly.

Yours sincerely,



(Mr. Boonkiet Chokwatana)

Executive Chairman