

Ref. Tor Bor 51/2567

20 December 2024

Subject : 1. Extension of guarantee facilities with Tokyu Corporation (Japan) to the Bank of Ayudhya Plc.
for the Credit Line of Saha Tokyu Corporation Co., Ltd.
2. Provision of Loan to World Saha Fashion Co., Ltd.

Attention : Director and Manager of the Stock Exchange of Thailand

I.C.C. International Public Company Limited would like to report the resolutions of the Board of Directors' Meeting # 9/2567 held on 20 December 2024, on the following matters:

1. A resolution was passed to allow the Company to extend guarantee facilities with Tokyu Corporation (Japan) to the Bank of Ayudhya Plc. for the Credit Line of Saha Tokyu Corporation Co., Ltd., in the proportion of investment which is within the following scope of related items:

1. Date of transaction : By the end of December 2024
2. Related parties
 - Guarantor : I.C.C. International Plc.
 - Applicant : Saha Tokyu Corporation Co., Ltd.
 - Relationship : I.C.C. International Plc. and Saha Tokyu Corporation Co., Ltd. have the same major shareowner, namely Saha Pathana Inter-holding Plc. which holds 24.26% shares of I.C.C. International Plc. and 20.00% of Saha Tokyu Corporation Co., Ltd. respectively.
3. General description of transaction
 - Transaction class : Provide financial assistance to the related party in the form of joint guarantee proportionate to its investment of 12.00%
 - Transaction volume : Loan guarantee of THB 12,000,000.- in line with the related transaction guidelines according to the announcement of the Capital Market Supervisory Board on Rules of Connected Transactions regarding 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 THB 100 million or less than 3% of NTA, whichever is less.

It is noted that 3% of NTA as at 30 September 2024 was approximately THB 869 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 : Saha Tokyu Corporation Co., Ltd.
- Type of business : Real estate development
- Registered capital : THB 792,000,000.- divided into 792,000 shares at THB 1,000.- per share
- Loans provided by : Short-term loans THB 100,000,000.-
the Bank
- Total value of guarantee : THB 12,000,000.- in the same proportion as investment, starting from
December 29, 2024 - December 29, 2025

5. Objectives of the transaction : 1. To provide business support to the JV company.

2. To comply with obligations of the joint venture agreement.

6. Directors with conflict of interest or were related parties who neither attended nor voted at the Meeting: - None -

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

Agreed to provide guarantee facilities as per the aforementioned details to give financial support in strengthening the JV company's business to accomplish its planned business target, as well as to fulfill the obligations under the joint venture agreement.

2. Provision of a loan to World Saha Fashion Co., Ltd. in the amount of THB 16,000,000.- which is considered a related transaction as per the following details:

1. Date of transaction : By the end of December 2024

2. Related parties

- Lender : I.C.C. International Plc.
- Borrower : World Saha Fashion Co., Ltd.
- Relationship : I.C.C. International Plc. and World Saha Fashion Co., Ltd. both have the same major shareowner, namely Saha Pathana Inter-Holding Plc, with 24.26% and 15.00% equity in ICC and World Saha Fashion Co., Ltd. respectively.

3. General characteristics of the transaction

- Transaction class : Provision of financial assistance to a related party, whereby the Company holds 19% shares in World Saha Fashion Co., Ltd.
- Transaction size : Loan amount of THB 16,000,000.- which falls within the guidelines of a connected transaction according to the announcement of the Capital Market Supervisory Board regarding the criteria for connected transactions in the form of provision of financial assistance to a company in which other related persons hold fewer shares than ICC, with a transaction size of more than THB 1 million but less than THB 20 million, or more than 0.03% but less than 3% of NTA whichever is higher.

It is noted that 3% of NTA as at 30 September 2024 was approximately THB 869 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

- Recipient of the Borrower : World Saha Fashion Co., Ltd.
- Total value of loan : THB 16,000,000.- for a period of 2 years from the date World Saha Fashion Co., Ltd. receives the loan.
- Interest rate : 4.00 percent per annum.

5. Purpose of Transaction : 1. To support the business of the invested company.
2. To benefit from interests on the loan.

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

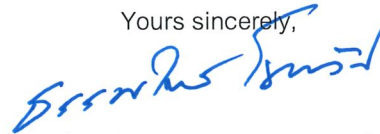
- None –

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

Agreed to provide said loan as per the aforementioned details to give financial support in order to strengthen World Saha Fashion Co., Ltd. to accomplish its planned business target, as well as in the interest of the Company's financial management.

Please kindly be informed accordingly.

Yours sincerely,



(Mr. Thamarat Chokwatana)

President and Executive Chairman