

LT.F 170/2005

August 16, 2005

Subject Issuance of debentures and calling of Extraordinary General Meeting of Shareholders No.

2/2005

Attention The President

The Stock Exchange of Thailand

Following TICON's Board of Directors' Meeting No. 8/2005 held on August 16, 2005 at 12.00 noon, at Bangkok Club, 29<sup>th</sup> Floor, Sathorn City Tower, 175 South Sathorn Road, Khwaeng Tungmahamek, Khet sathorn, Bangkok, the Company would like to announce the Board of Directors' significant resolutions which might affect investors' decision making as follows:

1. To approve an issuance and offering of debentures, subject to the Shareholders' approval, details of which are as follows:

**Objectives**To fund operation, business expansion and refinance certain portion of the

Company's debts

Type Amortization or bullet payment, secured or unsecured, subordinated or

unsubordinated debentures including derivative debentures with or without debenture holder's representative, subject to the prevailing market conditions

at the time of issuing and offering

**Amount** Any amount in one lot or several lots, the aggregate outstanding principal will

not exceed Baht 2,000 million

Maturity Not exceeding 10 years

Offering Offered domestically and/or outside Thailand to the public and/or institutional

investors and/or investors in special characteristics in whole or in part which

could be single or multiple offerings

**Interest** Subject to the prevailing market conditions at the time of issuing and offering.

Early redemption Debenture holders and/or the Company may or may not hold the right to

redeem the debentures prior to maturity depends on the conditions of each

issue of the debentures.

**Other conditions** Additional restrictions and conditions of the debentures, such as face value,

offered price per unit, interest rate, appointment of debenture holder's representative, allocation method, offering, and authorized the Board of Directors and/or the Managing Director and/or persons entrusted by the Board of Directors or Managing Director to have the power to determine or amend the terms and conditions relating to the issuance and offering of the debentures, including to have the power to do any acts and things necessary for and in relation to carrying out the issuance and offering of the debentures in compliance with the applicable law, as well as to have the power to appoint the underwriters, to enter into and execute other relevant agreements and/or documents, to prepare and submit the application and other documents to the Office of the Securities and Exchange Commission and/or other relevant

authorities including any relevant person, etc.

- 2. To approve to convene the Extraordinary General Meeting of Shareholders No. 2/2005, on September 20, 2005, at 2.30 p.m. The venue is to be at Grand Hall, the Bangkok Club, 28<sup>th</sup> Floor, Sathorn City Tower, 175 South Sathorn Road, Thungmahamek Sub District, Sathorn District, Bangkok. The agenda of the meeting will be as follows:
  - 1) To certify the Minutes of the EGM No.1/2005 held on August 15, 2005
  - 2) To consider and approve the issuance and offering of debentures
  - 3) Other business (if any)

The share register will be closed for the right to attend the EGM No. 2/2005 on August 30, 2005 at 12.00 noon, until the completion of the meeting.

Please be informed.

Yours faithfully,

(Miss Lalitphant Phiriyaphant) Secretary to the Board of Directors