

(Translation)

Ref: O.PS.041/2013

August 14<sup>th</sup>, 2013

Re: Connected Transaction regarding the Company's head office renovation

To: The President of the Stock Exchange of Thailand

The Board of Directors of the Navakij Insurance Public Company Limited (the "Company"), at a meeting No.4/2556 (No.91), held on August 14, 2013, has approved the connected transaction regarding the Company's head office renovation, as following details:

1. The Transaction Date

Turnkey Contracts would be made within August 2013

2. The parties involved

Employer : The Navakij Insurance Public Company Limited

Contractor : P Interior and Associates Company Limited

3. Description of the Transaction

The Board of Directors has considered between two bidders, and agreed to engage P Interior and Associates Company Limited to work for turnkey project (design & build) at the Company's head office at Sathorn Nakorn Tower, the 25<sup>th</sup> and 27<sup>th</sup> floor, and also include task in remodeling for server room, totaling units of 2,450 square meters, with the cost of Baht 19,800 per square meter, total amount shall not exceed Baht 53 million. The contractor shall provide the works ready for use at the agreed design; electric wire, air-conditioning and some new furniture.

4. Details of the connected persons

1) Mrs. Rujiraphorn Wanglee is a managing director and holds the shares of P Interior and Associates Company Limited by 74.98%.

2) Mrs. Rujiraphorn Wanglee is a spouse of Mr. Suchin Wanglee, the Company's director and the Chairman of the Board, holds the Company's shares by 9.96% (included shareholding by a spouse).

5. Criteria to specify the value of consideration and the consideration of size of the Transaction

Total value of the transaction is Baht 53 million. The source of funds shall come from the Company's working capital.

This transaction is considered to be connected transaction, in the category of “a transaction relating to assets or service” as prescribed in the Notification of the Capital Market Supervisory Board Re: Related Parties Transactions and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected transactions, 2003. The size of this transaction is equal to 2.35% which greater than 0.03% but fewer than 3% of the Company’s net tangible assets value as per financial statements in which the equity method is applied as at June 30, 2013. The Company has to get approval from the Board of Directors and disclosed to the Stock Exchange of Thailand.

6. The Transaction Reasons

6.1 Design& Build Office space at the 25<sup>th</sup> floor

To extend working area and shall be served appropriately increasing in number of employees, resulted from the Company’s business growth. This asset has been acquired since year 2011 that the year of mega-flood caused the project delayed.

6.2 Server Room Remodel at the 27<sup>th</sup> floor

To enhance the computer working system efficiency, to prevent the influence of business operation and to support the business continuity plan. The infrastructures of the server room and backup storage have been operated extensively, since year 1997, totaled to 16 years. This is to ensure the stability of electric and air-conditioning systems could be served the state of emergency all the time.

7 The Opinion of the Company's Board of Directors on entering into the transaction

The above connected transaction is reasonable and necessary for the operation. Therefore the contractor also has more experience and technical expertise of the project, as well as the Company operates based on the principles of transparency and form agreements and terms with fairness.

8. The Opinion of the Audit Committee and/or the Board of Directors that differ from the opinion of the Board

-None-

Please be informed accordingly.

Yours faithfully,

(Signed) *Pitiphong Bisalputra*

Pitiphong Bisalputra  
President