

No. OP.S. 009/2010

November 12, 2010

Subject : Connected transaction of sale the office space

Attn : The President of the Stock Exchange of Thailand

The Company's Board of Directors Meeting No.77/2553 held on November 12, 2010 has approved sale of the office space which is not currently used as the company's head office. The transaction is classified as connected transaction with detail as follow;

1. Date of Transaction

Within December 2010 which has been approved by Office of Insurance Commission (OIC).

2. The parties involved

Buyer : Poonphol Company Limited

Seller : The Navakij Insurance Public Company Limited

3. General Characteristics and Details of the Connected Transactions

The company sells three units the office space of company No. 90/50-52, 18th Floor, Sathorn Thani Building 1, North Sathorn Road, Bangrak, Bangkok, which areas equal to 923 square meters to Poonphol Co.,Ltd. which office located at 19th Floor, Sathorn Thani Building 1, North Sathorn Road, Bangrak, Bangkok owing to the company is not used the above office space as the company's head office and there is generated income from renting per month 381,320.- baht. The rental contract will be end in December 2011.

4. The total value and criteria used in determining the transaction's total value

To determine a selling price, the company uses the average appraisal price from two independent appraisers, UK Valuation & Agency Co., Ltd. and Siam Appraisal and Services Co., Ltd. which leading to the total transaction values of 50,303,500.- baht. This transaction is considered to be the connected transaction which the size of value is equal to 2.33% of net tangible assets of the company as at September 30, 2010 which more than 0.03% but less than 3% of net tangible assets. The company needs to get an approval from the Board and disclose information to the Stock exchange of Thailand.

5. Details of the connected persons and related persons

Mr. Suphot Wangle, company's director and holds company's share 2.21%, is the Managing Director of Poonphol Company Limited and holds Poonphol's share 7.59% (include shares of the connected person).

If accept the share including his close relative in Poonphon Company Limited, the total share is more than 10%.

6. Opinions of the Board of Directors concerning a decision to enter into a transaction

The director who is the connected transaction did not attend the meeting and vote on the above agenda. The Board of Directors has approved the company to enter into such transaction because the price is a fair value which based on the average appraisal price of two independent appraisers who have been approved by the Stock Exchange of Thailand as the criteria for pricing. Besides the company has not used an above office space as the company's head office anymore owing to the area does not connect to the current head office. It does not facilitate coordination between each department in the company. In addition, Section 33 of the Insurance Act B.E. 2535 amended by the Insurance Act (No. 2) Act B.E. 2551 requires that insurance company shall dispose immovable properties which not used for the business of the company within the prescribed period.

7. The Audit Committee and/or the director that different from the opinion as the Board of Directors

- None -

Please be informed accordingly,

Your faithfully,

(Mr. Nipol T.Jeerawong)

Chairman of the executive board