



LT.F 208/2007

August 24, 2007

Subject : Notification of invitation to the Extraordinary General Meeting of Shareholders No. 1/2007
To : Shareholders
Enclosure : 1. Attached documents for agenda No. 1 and 2 as part of the Notification
2. Articles of Association in compliance with shareholders' meeting
3. Evidences required for attending the Meeting
4. Map of the Venue
5. Proxy form

Whereas the Board of Directors' Meeting of TICON Industrial Connection Public Company Limited ("TICON") No. 3/2007 held on August 9, 2007 has unanimously agreed to call the Extraordinary General Meeting of Shareholders No. 1/2007 on September 12, 2007, at 1:30 p.m. at Grand Hall, the Bangkok Club, 28th Floor, Sathorn City Tower, 175 South Sathorn Road, Thungmahamek, Sathorn, Bangkok, to transact the following agendas:

Agenda

1. **To certify the Minutes of the 2007 Annual Ordinary General Meeting of Shareholders, held on April 30, 2007**

Objective and reason : The said Minutes, Attachment 1, need the Shareholders to certify the accuracy.

Opinion of the Board : The Board has considered it appropriate for the Shareholders at the Meeting to certify the Minutes of the 2007 Annual Ordinary General Meeting of Shareholders as the Minutes were accurately taken and included all resolutions passed by the Meeting.
2. **To consider and approve the issuance and offering of additional debentures**

Objective and reason : To fund operation, business expansion and refinance existing certain portion of the Company's debts

Opinion of the Board : The Board has considered it appropriate for the Shareholders at the Meeting to approve the issuance and offering of up to Baht 2,000 million debentures, details of which as shown in Attachment 2.
3. **Other business (if any)**

Kindly attend the Meeting at the date, time and place mentioned above. The registration will start at 12.30 p.m.

On behalf of the Board of Directors
TICON Industrial Connection Public Company Limited

(Miss Lalitphant Phiriyaphant)
Secretary to the Board of Directors



MINUTES OF THE 2007 ANNUAL ORDINARY GENERAL MEETING OF SHAREHOLDERS

April 30, 2007

Time and Place

The Meeting was held on April 30, 2007 at 2:30 p.m. at Grand Hall, the Bangkok Club, 28th Floor, Sathorn City Tower, 175 South Sathorn Road, Khwaeng Tungmahamek, Khet Sathorn, Bangkok.

Directors Present

7 persons

Khun Chali Sophonpanich	Chairman of the Board of Directors
Khun David Desmond Tarrant	Director and Chairman of the Audit Committee
Khun Jirapongs Vinichbutr	Director
Khun Pote Videtyontrakich	Director
Khun Virapan Pulges	Managing Director
Khun Chatchaval Jiaravanon	Director and Audit Committee's member
Khun Threekwan Bunnag	Director and Audit Committee's member

Directors Absent

2 persons

Khun Wei Cheng Kuan	President
Khun Direk Vinichbutr	Director

Management Present

3 persons

Khun Ian Hamilton	General Manager - Business Development
Khun Siriporn Sombatwatthana	Head of Administration
Khun Lalitphant Phiriyaphant	Head of Finance and Company Secretary

Auditor Present

1 person

Khun Jiraporn Niyom	Representative of auditor – Ernst & Young Office Limited
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Preliminary Proceeding

Khun Lalitphant Phiriyaphant, Company Secretary, stated that there were 80 Shareholders presented either in person or by proxy, representing 468,261,182 shares, or 72.14 percent of the Company's paid-up shares (the Company had 1,044 shareholders in all, holding altogether 649,142,549 shares) and thus constituting the quorum as required by the Articles of Association of TICON.

Khun Lalitphant informed the Meeting of the voting method that any abstention or disapproval against each agenda item should be stated in the ballot distributed to the Shareholders.

Khun Chali Sophonpanich, Chairman of the Board of Directors, chaired the Meeting. The Chairman convened the Meeting and introduced the following agenda.

1. To certify the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2006

Khun Lalitphant stated that the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2006 need the Shareholders to certify the accuracy.



The Chairman stated that the Board has considered it appropriate for the Shareholders at the Meeting to certify the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2006, as the Minutes were accurately taken and included all resolutions passed by the Meeting.

The Chairman then proposed the Meeting to consider certifying the said Minutes.

After careful consideration, the Meeting resolved as follows:

Voting results:

	Number of votes (1 share / 1 vote)	Percentage of voting
Voting required : Majority vote of shareholders attending the meeting and casting their votes		
Shareholders attending the meeting & casting their votes	442,614,182	100.0%
Approve	442,614,182	100.0%
Disapprove	-	-
Abstain	25,647,000	5.5% of shareholders attending the meeting

RESOLVED: THAT the said Minutes be certified.

2. To consider and approve the Audited Financial Statements of the Company and its Subsidiaries for the fiscal period ended December 31, 2006

Khun Lalitphant stated that according to the Public Limited Companies Act B.E. 2535, the Company is required to propose Financial Statements, audited by the Certified Public Accountant, for each fiscal year to the Shareholders for approval.

The Chairman informed the Meeting that the Board has considered it appropriate for the Shareholders at the Meeting to approve the Audited Financial Statements of the Company and Subsidiaries for the fiscal period ended December 31, 2006, as the said Financial Statements were presented in a complete, true and fair manner in compliance with the Generally Accepted Accounting Principles and all governing rules and regulations. Moreover, the mentioned Financial Statements have already been considered by the Company's Audit Committee.

The Chairman then proposed the Meeting to consider approving the said Financial Statements.

After careful consideration, the Meeting resolved as follows:

Voting results:

	Number of votes (1 share / 1 vote)	Percentage of voting
Voting required : Majority vote of shareholders attending the meeting and casting their votes		
Shareholders attending the meeting & casting their votes	442,614,182	100.0%
Approve	442,614,182	100.0%
Disapprove	-	-
Abstain	25,647,000	5.5% of shareholders attending the meeting

RESOLVED: THAT the said Financial Statements as proposed by the Chairman be approved.



3. To acknowledge the Company's performance for the year 2006

The Chairman requested Khun Virapan Pulges, Managing Director, to report the Company's performance to the Meeting for acknowledgement.

Khun Virapan reported that in 2006, the Company and its Subsidiaries had rental and service income of Baht 628 million, income from sales of properties to tenants of Baht 260 million, income from sales of properties to TICON Property Fund ("TFUND") of Baht 1,982 million and net profit of Baht 869 million or Baht 1.59 per share. At the end 2006, the Company and its Subsidiaries had total assets of Baht 9,538 million, total liabilities of Baht 4,961 million and total shareholders' equity of Baht 4,578 million.

Khun Virapan added that as at December 31, 2006, the Company and a Subsidiary - Eco Industrial Services Co., Ltd. - had 147 leased factories, 21 pre-leased factories, 19 factories available for rent, and 75 factories under construction. The occupancy rate was 89.8 percent. At the end of March 2007, they had 149 leased factories (net of 6 factories sold to tenants and 3 factories sold to TFUND) and 16 pre-leased factories, together with 20 factories available for rent and 72 factories under construction. The occupancy rate was 89.2 percent. He added that as at March 31, 2007, TICON Logistics Park Co., Ltd. - a subsidiary - had 1 leased warehouse, 2 pre-leased warehouses, 4 warehouses available for rent and 5 warehouses under construction.

The Meeting acknowledged the Company's performance.

4. To consider and approve the allotment of 2006 net profit for dividend payment

The Chairman stated that by taking into consideration the Company's dividend policy, 2006 net profit and current cash flows, the Board has considered it appropriate for the Shareholders at the Meeting to approve allotment of 2006 performance for dividend payment of Baht 1.20 per share. Payment will be made to the Shareholders whose names appear on the Company's share register as at April 10, 2007. The payment will be on May 11, 2007.

Khun Lalitphant added that the proposed dividend payment of Baht 1.20 per share represent a 89.62 percent pay-out ratio. The Company, therefore, is required to adjust the Exercise Ratios and Exercise Price of TICON-W1 and TICON-W2 warrants due to an over 70 percent dividend payment from net profit. The adjusted Exercise Ratios and Exercise Price will be as follows:

TICON-W1 : 5,24911 ordinary shares for 1 warrant at a price of Baht 1 per share, to be effective on 21st exercise, the last exercise, on June 4, 2007

TICON-W2 : 1.04502 ordinary shares for 1 warrant at a price of Baht 8.661 per share, to be effective since 6th exercise, on June 30, 2007

After careful consideration, the Meeting resolved as follows:

Voting results:

	Number of votes (1 share / 1 vote)	Percentage of voting
Voting required : Majority vote of shareholders attending the meeting and casting their votes		
Shareholders attending the meeting & casting their votes	442,614,182	100.0%
Approve	442,614,182	100.0%
Disapprove	-	-
Abstain	25,647,000	5.5% of shareholders attending the meeting

RESOLVED: THAT the dividend payment as proposed by the Chairman be approved.



5. To consider and appoint directors to replace the directors retiring by rotation

Khun Lalitphant informed the Meeting that according to TICON's Articles of Association, one-third of the directors shall vacate office each year. This year, three directors, Khun Wei Cheng Kuan, Khun Chatchaval Jiaravanon and Khun Threekwan Bunnag, shall retire by rotation.

The Chairman stated that with the proposal of the Company's Nomination Committee, the Board has considered it appropriate for the Shareholders at the Meeting to re-elect Khun Wei Cheng Kuan, Khun Chatchaval Jiaravanon and Khun Threekwan Bunnag to conduct their duties for another term, due to their suitable qualifications and that none is a director of TICON's competitors. Khun Chatchaval Jiaravanon and Khun Threekwan Bunnag are Audit Committee's members who are independent and have qualifications according to the relevant regulations and criteria.

Khun Lalitphant informed that this agenda requires voting for individual director.

After careful consideration, the Meeting resolved as follows:

Voting results:

Re-election of Khun Wei Cheng Kuan as a director for another term

	Number of votes (1 share / 1 vote)	Percentage of voting
Voting required : Majority vote of shareholders attending the meeting and casting their votes		
Shareholders attending the meeting & casting their votes	442,614,182	100.00%
Approve	442,614,182	100.00%
Disapprove	-	-
Abstain	25,647,000	5.5% of shareholders attending the meeting

Re-election of Khun Chatchaval Jiaravanon as a director for another term

	Number of votes (1 share / 1 vote)	Percentage of voting
Voting required : Majority vote of shareholders attending the meeting and casting their votes		
Shareholders attending the meeting & casting their votes	442,614,182	100.00%
Approve	442,544,182	99.98%
Disapprove	70,000	0.02%
Abstain	25,647,000	5.5% of shareholders attending the meeting

Re-election of Khun Threekwan Bunnag as a director for another term

	Number of votes (1 share / 1 vote)	Percentage of voting
Voting required : Majority vote of shareholders attending the meeting and casting their votes		
Shareholders attending the meeting & casting their votes	442,614,182	100.00%
Approve	442,614,182	100.00%
Disapprove	-	-
Abstain	25,647,000	5.5% of shareholders attending the meeting



RESOLVED: THAT Khun Wei Cheng Kuan, Khun Chatchaval Jiaravanon and Khun Threekwan Bunnag be appointed to be TICON's Directors for another term.

6. To consider and approve directors' remuneration for the year 2007

Khun Lalitphant informed the Meeting that in order to encourage the directors to create value to the Company, they should receive reasonable remuneration.

The Chairman stated that with the proposal of the Company's Compensation Committee, the Board proposed the Shareholders to approve the directors' remuneration for the year 2007 of not exceed Baht 5,000,000 in total, equal to that approved for the year 2006. The proposed remuneration is at an average level of those of listed companies in the property development sector and those of listed companies having revenue or net profit at a similar level as the Company's.

After careful consideration, the Meeting resolved as follows:

Voting results:

	Number of votes (1 share / 1 vote)	Percentage of voting
Voting required : No less than two-third of total number of vote of shareholders attending the meeting		
Shareholders attending the meeting	468,261,182	100.0%
Approve	441,214,182	94.2%
Disapprove	1,400,000	0.3%
Abstain	25,647,000	5.5%

RESOLVED: THAT the Directors' remuneration for the year 2007 as proposed by the Chairman be approved.

7. To consider and appoint the Company's auditor and fix his/her remuneration for the year 2007

Khun Lalitphant informed the Meeting that according to the Public Limited Companies Act B.E. 2535, the Company's auditor and his/her remuneration shall be annually appointed and fixed by the Annual Ordinary General Meeting of Shareholders. Moreover, to be in compliance with the principles of good corporate governance, the Company should not use the same auditor's service for more than 5 consecutive years.

The Chairman stated that the Board has considered it appropriate for the Shareholders at the Meeting to appoint the auditor of Ernst & Young Office Limited - Khun Sophon Permsirivallop or Khun Rungnapa Lertsuwankul or Khun Sumalee Reewarabandith - to be the Company's auditor for the year 2007. These 3 auditors have neither interest in, nor relationship with, the Company/Subsidiaries/management/shareholders or related persons of the said parties. Moreover, Khun Sophon Permsirivallop has been the Company's auditor for 3 years. He is the auditor of the Company's subsidiaries as well.

The Chairman added that the Board proposed the Shareholders to approve the auditor's total remuneration for the year 2007 of Baht 1,000,000, increased from Baht 860,000 for the year 2006. The said increase has mainly resulted from the Company's business expansion which lead to more transactions to be audited/reviewed. The appointment of the Company's auditor and his remuneration mentioned above have already been considered and approved by the Company's Audit Committee.

After careful consideration, the Meeting resolved as follows:



Voting results:

	Number of votes (1 share / 1 vote)	Percentage of voting
Voting required : Majority vote of shareholders attending the meeting and casting their votes		
Shareholders attending the meeting & casting their votes	442,614,182	100.0%
Approve	442,614,182	100.0%
Disapprove	-	-
Abstain	25,647,000	5.5% of shareholders attending the meeting

RESOLVED: THAT Mr. Sophon Permsirivallop or Ms. Rungnapa Lertsuwankul or Ms. Sumalee Reewarabandith be appointed as TICON's auditors for the year 2007 and THAT the total remuneration for the year 2007 will not exceed Baht 1,000,000.

8. To consider and approve the amendment to the Company's Articles of Association concerning preferred share

Khun Lalitphant informed the Meeting that since the Company no longer has any preferred shares, its Articles of Association concerning preferred shares should be amended.

The Chairman stated that the Board has considered it appropriate for the Shareholders at the Meeting to approve the amendment to item No.4 of the Company's Articles of Association by removing 4 (Bis) concerning rights of the preferred shareholders. The amended item No.4 will be as follows:

4. The Company's shares may consist of ordinary shares and preferred shares and shall be fully paid up in cash at one time.

Shares of the Company are not separable. If two or more persons jointly hold or subscribe for shares, one of them shall be appointed to exercise the right as a shareholder or a share subscriber, as the case may be.

The Company may issue debentures, convertible debentures, preferred shares, or other securities in accordance with the laws governing securities and the Stock Exchange for public offerings. The Company may convert any convertible debentures or preferred shares into ordinary shares, subject to the provisions of the laws.

After careful consideration, the Meeting resolved as follows:

Voting results:

	Number of votes (1 share / 1 vote)	Percentage of voting
Voting required : No less than three-fourth of total number of votes of shareholders attending the meeting and having the right to vote		
Shareholders attending the meeting & having voting right	468,261,182	100.00%
Approve	442,422,782	94.48%
Disapprove	191,400	0.04%
Abstain	25,647,000	5.48%

RESOLVED: THAT the amendment to the Company's Articles of Association as proposed by the Chairman be approved.



9. Other business

No other business was proposed for consideration.

Questions and Answers

A shareholder asked about the conversion of preferred shares. Khun Virapan explained that the said preferred shares belonged to the Thailand Equity Fund ("TEF") and were convertible into TICON's ordinary shares. TEF converted all of the preferred shares into ordinary shares in 2006.

Khun Virapan gave his opinion on the capital increase of TFUND that in the event that the capital controls are still effective, TFUND might need to increase the local placement of newly issued investment units on the Company's ongoing sale of properties to the fund.

In answer to a question in regard to the effects of news concerning joint venture of a Company's competitor and Chinese company to develop factories for rent, on TICON's business, Khun Virapan clarified that the Company should not be affected, since the said competitor presently builds factories for rent but its factories are smaller than TICON's, and are aimed at a different target group. Besides, Chinese customers are a tiny portion of TICON's tenants.

Khun Lalitphant explained the effect of dividend payment of Baht 1.20 per share on the Company's warrants, that the Company is required to adjust the Exercise Ratios and Exercise Price according to the conditions mentioned in the prospectus of TICON-W1 and TICON-W2 warrants. Khun Threekwan, a director, added on the dilution effect resulted from the adjustment of Exercise Ratios that the said effect should be small, since the shares to be increased from the warrants exercise are a small amount compared to the total number of TICON's shares.

There being no other business to consider, the Chairman then declared the Meeting closed at 3.10 p.m.



(Mr. Chal Soponpanich)
Chairman of the Meeting

Debentures details

Objectives	To fund operation, business expansion and refinance existing 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 (excluding 2,000 million Baht debentures approved by the Shareholders' meeting held on September 20, 2005), 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 characteristic 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	To authorize the Board of Directors and/or the President and/or the Managing Director and/or persons entrusted by the Board of Directors or the President or the Managing Director to make decision on all relevant matters in regard to the issuance of the debentures

TICON's Articles of Association in compliance with shareholders' meeting

Chapter 4
Meetings of Shareholders

28. The Board of Directors shall hold an annual general meeting within 4 months after the end of each fiscal year.

All meetings of shareholders other than annual general meetings referred to in the foregoing paragraph are called "Extraordinary Shareholders' Meeting". The Board of Directors may hold an extraordinary shareholders' meeting at any time as they may think fit; or shareholders holding an aggregate of at least one-fifth of the total shares issued or at least 25 shareholders holding an aggregate of at least one-tenth of the total shares issued may at any time request in writing that an extraordinary shareholders' meeting be held, by clearly stating the reason for convening such meeting in the written request. In such case, the Board of Directors shall hold a meeting of shareholders within one month after receipt of the request.

29. In calling a meeting of shareholders, the Board of Directors shall give notice specifying the place, the date, the hour, the agenda of the meeting, the matters proposed for acknowledgment, approval or consideration, as the case may be, and the directors' opinion on such matters. Such notice shall be given to each shareholder and the Share Registrar at least 7 days prior to the meeting and shall also be published in a daily newspaper for 3 days consecutively and at least 3 days in advance of the meeting.

A meeting of shareholders may be held at the Company's head office or at any other place throughout the Kingdom.

30. A shareholder may appoint a proxy to attend and vote on his behalf at a meeting of shareholders. An instrument appointing a proxy shall be dated and signed by the shareholder and shall be in the form determined by the Share Registrar.

The proxy instrument shall be presented to the Chairman of the Board of Directors or the person designated by the Chairman before the proxy attends the meeting.

31. Not less than 25 shareholders and their proxies, if any, or not less than one-half of the total number of shareholders, holding, in either case, an aggregate of not less than one-third of the total shares issued shall constitute a quorum for a meeting of shareholders.

If the shareholders present at any meeting one hour after time specified for the meeting do not constitute a quorum and that meeting is held upon request of the shareholders, the meeting shall be adjourned. If such meeting is not held at the shareholders' request, a meeting shall be re-convened and the notice therefore shall be given to all shareholders at least 7 days in advance. No constitution of a quorum is required at the reconvened meeting.

At the shareholders' meetings, the Chairman of the Board of Directors shall preside. If the Chairman of the Board is not present or is unable to perform his duties at a meeting, the Vice Chairman of the Board, if any, shall preside at that meeting. If there is no such Vice Chairman or if the Vice Chairman is not present or is unable to perform his duties, one of the shareholders present shall be elected chairman of the meeting.

32. In casting votes at a meeting of shareholders, each shareholder shall have one vote for each share held by him.

Voting shall be done in public, except where at least 5 shareholders request secret voting and the meeting resolves to take a ballot. In that case, the method of voting shall be determined by the chairman of the meeting.

A resolution of a general meeting shall be adopted by the following votes:

- (1) In a normal case, a resolution shall require the affirmative vote of a majority of shareholders present and voting at the meeting. In the case of a tie, the chairman of the meeting shall have a second and casting vote; and
 - (2) In any of the following cases, a resolution shall require the affirmative vote of at least three-fourths of the shareholders present and voting:
 - (a) Sale or transfer of any part or all of the Company's major businesses to others;
 - (b) Acquisition or take-over of any other public or private company;
 - (c) Execution, amendment or termination of a contract for the lease of any part or all of the Company's major businesses to others, licensing of the operations of the Company's businesses, or amalgamation with another person or juristic person for profit-sharing;
 - (d) Amendment of the Memorandum of Association or the Articles of Association;
 - (e) Increase or decrease of the Company's capital or issuance of debentures; and
 - (f) Merger or dissolution of the Company.
33. Matters to be resolved by an annual general meeting are the following:
- (1) To review the directors' report covering the work done during the previous period;
 - (2) To consider and approve the Company's balance sheet and profit and loss account as of the end of the Company's fiscal year;
 - (3) To consider and approve the appropriation of profits;
 - (4) To elect new directors to replace those retiring on expiration of their terms;
 - (5) To fix the directors' emoluments;
 - (6) To appoint an auditor and fix his/her remuneration; and
 - (7) To consider other businesses, if any.

Evidences required for attending Meeting

1. Individual persons

1.1 Thai individual person

- a) Shareholder's Identification Card such as personal I.D. card, driver licence or identification card of Government officer or identification card of State Enterprise officer
- b) In case of appointing proxy : Copy of Identification Card of Shareholder and Identification Card or Passport (in case of foreigner) of Proxy

1.2 Foreign individual person

- a) Shareholder's Passport
- b) In case of appointing proxy : Copy of Passport of the Shareholder and Identification Card or Passport (in case of foreigner) of proxy

2. Juristic persons

2.1 Thai juristic person

- a) Company's Affidavit issued, within the past 30 days, by Department of Business Development, Ministry of Commerce
- b) Copy of Identification Card or Passport (in case of foreigner) of authorized director(s) who sign under Power of Attorney and Identification Card or Passport (in case of foreigner) of Proxy

2.2 Foreign juristic person

- a) Company's Affidavit which contains details of the persons authorized to sign on behalf of that company
- b) Copy of Identification Card or Passport (in case of foreigner) of authorized director(s) who sign under Power of Attorney and Identification Card or Passport (in case of foreigner) of Proxy

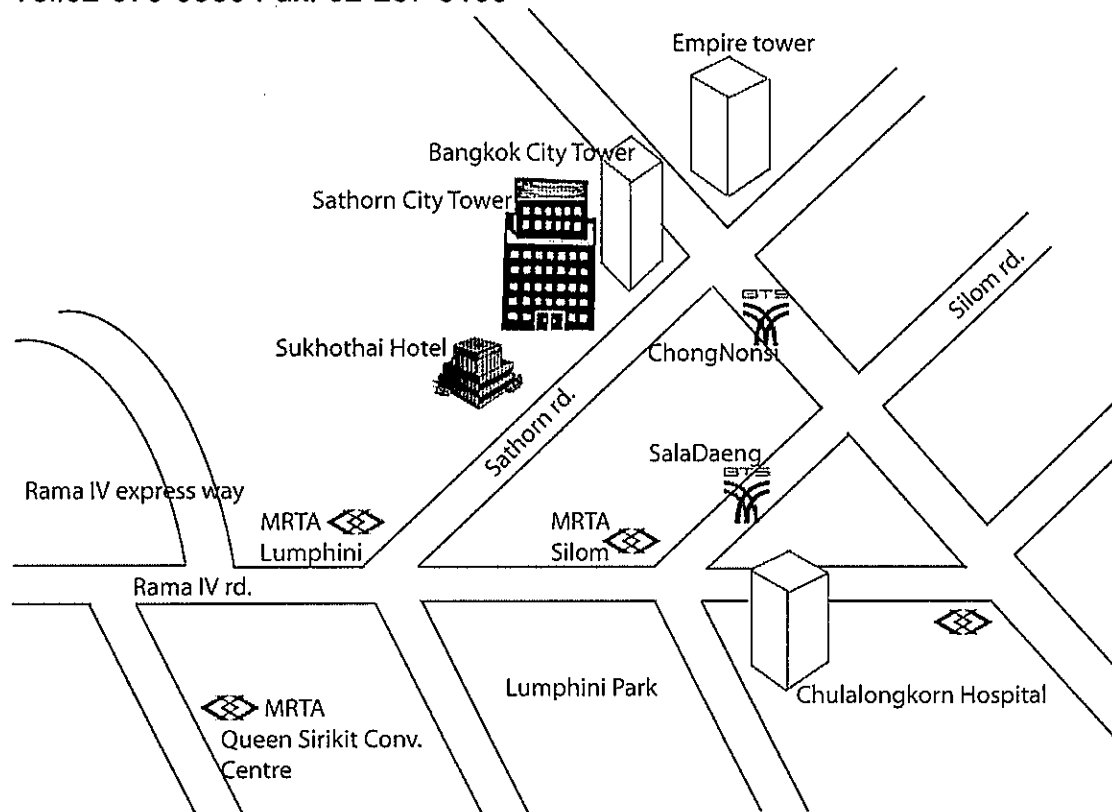
All copy documents are required to be certified as true copies of the original and any documents prepared in any countries other than Thailand are required to be certified by a Notary Public.

Note : 1) Shareholders/Proxies are requested to register at the Meeting between 12.30 p.m. and 1.30 p.m. of September 12, 2007.

- 2) Proxy holder(s) representing several shareholders are requested to send the documents to the Company before September 12, 2007.**

Map

Grand Hall Room, Bangkok club flr.28 Sathorn City Tower
175 South Sathorn road, Tungmahamek municipal, Sathorn district, Bangkok
Tel.02-679-6565 Fax. 02-287-3153





LT.F 210/2007

August 24, 2007

Subject Appointing a proxy to attend the Extraordinary General Meeting of Shareholders No. 1/2007
To Shareholders

Reference is made to TICON's Notification of the Extraordinary General Meeting of Shareholders No. 1/2007 to be held on September 12, 2007, at 1.30 p.m. at Grand Hall, the Bangkok Club, 28th Floor, Sathorn City Tower, 175 South Sathorn Road, Thungmahamek, Sathorn, Bangkok.

In order to constitute a quorum at the Shareholders' Meeting as required by the Articles of Association of TICON, the Company would like to request shareholders who are unable to attend the Meeting personally to appoint another person or

Mr. David Desmond Tarrant	Chairman of the Audit Committee
Age	64 years
Residing at	No. 246/2 Thonlor Soi 8 Krongton Sub-District, Nua Wattana District, Bangkok
Interest in consideration	- None -

to attend and vote on the shareholder's behalf by using the attached proxy form.

Foreign shareholder who has appointed a Custodian in Thailand to act as your Depositor and Trustee shall use the proxy form C., which could be downloaded from the Company's website at: www.rent-a-factory.com

After completing the necessary information in the proxy form, please affix a Baht 20 stamp and return the said form to the Company at least 1 day prior to the date scheduled for the Meeting.

Please be informed accordingly.

Yours faithfully,

(Miss Lalitphant Phiriyaphant)
Secretary to the Board of Directors

Duty stamp 20 Baht

Proxy Form B

Written at

Date Month B.E.

(1) I/We Nationality
residing at No. Road Sub-District
District Province Postal Code

(2) being a shareholder of TICON Industrial Connection Public Company Limited
holding the total amount of shares and have the rights to vote equal to votes
as follows: ordinary share shares and have the rights to vote equal to votes

(3) hereby appoint 1. age years
residing at No. Road Sub-District
District Province Postal Codeor

2. age years
residing at No. Road Sub-District
District Province Postal Codeor

3. age years
residing at No. Road Sub-District
District Province Postal Code

to be my/our proxy to attend and vote on my/our behalf at the Extraordinary General Meeting of Shareholders No. 1/2007 on Wednesday, September 12, 2007, at 1.30 p.m. at Grand Hall, the Bangkok Club, 28th Floor, Sathorn City Tower, 175 South Sathorn Road, Thungmahamek, Sathorn, Bangkok

(4) In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

Agenda 1 To certify the Minutes of the 2007 Annual Ordinary General Meeting of Shareholders, held on April 30, 2007

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respect.

(b) To grant my/our proxy to vote at my/our desire as follow:

Approve Disapprove Abstain

Agenda 2 To consider and approve the issuance and offering of additional debentures

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respect.

(b) To grant my/our proxy to vote at my/our desire as follow:

Approve Disapprove Abstain

Agenda 3 Other business (if any)

- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respect.
- (b) To grant my/our proxy to vote at my/our desire as follow:
 - Approve
 - Disapprove
 - Abstain

- (5) The proxy's voting for any agenda that is not consistent with the voting intention specified under this proxy shall be deemed invalid and shall not be considered as my/our voting as the Shareholder.
- (6) In case I/we have not specified my/our voting intention in any agenda or not clearly specified or in case the Meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

Any act performed by the proxy at said meeting except the proxy's voting that is not consistent with my/our voting intention as specified under this proxy, shall be deemed as having been performed by myself/ourselves in all respects.

Signed _____ Grantor
(.....)

Signed _____ Proxy
(.....)

Signed _____ Proxy
(.....)

Signed _____ Proxy
(.....)

Notes:

1. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.
2. For Agenda appointing Directors, the whole Board of Directors or certain directors can be appointed.
3. If there is any agenda in any matters other than those specified above, grantor may make the statement or provide evidence in the attached allonge of proxy form B.

Duty stamp 20 Baht

Proxy Form C

Written at

Date Month B.E.

(1) I/We Nationality
residing at No. Road Sub-District
District Province Postal Code
being a custodian of shareholders of TICON Industrial Connection Public Company Limited
holding the total amount of shares and have the rights to vote equal to votes
as follows: ordinary share shares and have the rights to vote equal to votes

(2) hereby appoint 1. age years
residing at No. Road Sub-District
District Province Postal Codeor
 2. age years
residing at No. Road Sub-District
District Province Postal Codeor
 3. age years
residing at No. Road Sub-District
District Province Postal Code

to be my/our proxy to attend and vote on my/our behalf at the Extraordinary General Meeting of Shareholders No. 1/2007 on Wednesday, September 12, 2007, at 1.30 p.m. at Grand Hall, the Bangkok Club, 28th Floor, Sathorn City Tower, 175 South Sathorn Road, Thungmahamek, Sathorn, Bangkok

(3) In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respect.
- (b) To grant my/our only for a part of the shares hold of as follows:
 ordinary share shares and have the rights to vote equal to votes
The total rights to vote equal to votes

(4) In this Meeting, I/we grant my/our rights to vote on my/our behalf as follows:

Agenda 1 To certify the Minutes of the 2007 Annual Ordinary General Meeting of Shareholders, held on April 30, 2007

- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respect.
- (b) To grant my/our only for a part of the shares hold of as follows:
 Approve votes Disapprove votes Abstain votes

Agenda 2 To consider and approve the issuance and offering of additional debentures

- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respect.
- (b) To grant my/our only for a part of the shares hold of as follows:
 - Approve votes Disapprove votes Abstain votes

Agenda 3 Other business (if any)

- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respect.
- (b) To grant my/our proxy to vote at my/our desire as follows:
 - Approve votes Disapprove votes Abstain votes

- (5) The proxy's voting for any agenda that is not consistent with the voting intention specified under this proxy shall be deemed invalid and shall not be considered as the shareholder's voting.
- (6) In case I/we have not specified my/our voting intention in any agenda or not clearly specified or in case the Meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

Any act performed by the proxy at said meeting except the proxy's voting that is not consistent with my/our voting intention as specified under this proxy, shall be deemed as having been performed by myself/ourselves in all respects.

Signed _____ Grantor
(.....)

Signed _____ Proxy
(.....)

Signed _____ Proxy
(.....)

Signed _____ Proxy
(.....)

Notes:

1. This Proxy Form C is used only for shareholder whose name appears in the registration book who is foreign investor and who has appointed Custodian in Thailand to act as his/her Depository and Trustee.
2. Evidences required to be attached with this proxy form are as follows:
 - (1) Shareholder's Power of Attorney authorizing the Custodian to sign the proxy on his/her behalf
 - (2) Letter of certification confirming that the person who signed the proxy has been authorized to engage in a custodian business.
3. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.
4. The Shareholder may grant all of shares specified in Clause (1) or grant only a portion of the shares less than those specified in Clause (1) to the proxy.
5. For Agenda appointing Directors, the whole Board of Directors or certain directors can be appointed.
6. If there is any agenda in any matters other than those specified above, grantor may make the statement or provide evidence in the attached allonge of proxy form C.