

Ref No : GENCO 281/2010

December 24, 2010

To: President
The Stock Exchange of Thailand

Subject: The execution of the Agreement for Sale and Purchase of Shares in The General Logistics Company Limited

Dear Sir,

As the meeting of Board of Directors of General Environmental Conservation Public Company Limited (“Company” or “GENCO”), No. 8/2010 on October 21, 2010 resolved to grant approval for the principles of sale of the whole shares of General Logistics Company Limited as the affiliate company with shareholding by GENCO of 99.99 percent, which operates business of domestic transportation service and unloading with the registered capital of 5,000,000 Baht. The Company signed in the Agreement for sale and purchase of shares on December 23, 2010. Thus the Company would like to inform to the Stock Exchange of Thailand as follows:

1. The transaction date: On December 23, 2010

2. Related parties and relationship with the registered company

Purchaser: Mrs. Pushsadee Ngerndee
Seller: General Environmental Conservation Public Company Limited
Relationship of the parties: The purchaser and seller have no relationship about shareholding or executive, nor have any connected transaction pursuant to the notifications of the Stock Exchange of Thailand.

3. The general characteristic of the transaction

Transaction Size: Transaction size is less than 15% of the criteria of remuneration is deemed as particular with no necessary action of the company based on the criteria of acquisition and disposal of assets.

4. Details of the disposed assets

As sale of ordinary shares of General Logistics Company Limited (“GL”) in number of 499,997 shares calculated as 99.99 percent of the wholly sold shares as of September 30, 2010, GL has the registered capital of 5,000,000 Baht, being divided into 500,000 ordinary shares in par value of 10 Baht each and paid-up capital of 5,000,000 Baht. About the status and operation result as of September 30, 2010, GL has total assets of 50.27 million Baht, total debts of 43.47 million Baht, shareholding ratio of 6.80 million baht and total earnings of 30.08 million Baht, total expenses of 34.93 million Baht and net loss of 4.85 million Baht. About the method of shares sale, the company sells shares on auction.

5. Total consideration value: 12,000,000.00 Baht

6. The value of assets disposed: 6,804,536.98 Baht

7. Criteria to determine the value of remuneration

Maximum price quoted by the bidding winner on sale on auction, which must not be lower than the accounting value of General Logistics Company Limited on the selling date by considering the value of net assets, net debts, capital and remaining accumulative profit of GL mainly.

8. Benefits expected by the company

- 1) It results in reduction of loss from investment in affiliate company.
- 2) It lessens the risk of operation from the variation of the transportation business because of a lot of entrepreneurs.
- 3) The Company shall receive money to be used as circulating capital for the business.
- 4) The Company could develop the profit and long-term compensation for the shareholders.
- 5) Increase the competition potential in the future.

9. Spending plan from sale For investment in the main business of the Company.

10. Opinion of the Board of Directors

The Board of Directors considers that the Company should adjust the business strategies to be consistent with the present competition and considers that this transaction is reasonable for the company business, and it results in reduced loss of the Company from investment in the affiliate companies. The Company could develop the profit and long-term compensation for shareholders and increase the competition potential in the future.

11. Any opinions regarding the transaction from the Audit Committee and/or the Board of Directors that are different from the opinions of the Board of Directors in 10.

-None-

Please be informed accordingly.

Yours sincerely,

Dr. Somyot Sangsuwan
Managing Director