

TRANSLATION

TEXTILE PRESTIGE PUBLIC COMPANY LIMITED

The Minutes of the Extraordinary Meeting of Shareholders No. 1/2563

Held on Wednesday 23 December 2020

The Meeting was held at Chao Praya Room, The Montien Riverside Hotel.

No.372 Rama 3 Road, Bang Khlo, Bang Kho Laem, Bangkok.

The meeting commenced at 10.00 hours.

Upon appointment time, Mr.Chanin Ratanavijai, Director and Corporate Secretary, informed the meeting that, it was 10.00 hours,

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| there were shareholders, representing | 27 shareholders | holding 4,378,767 shares |
| there were proxies, representing | 39 shareholders | holding 85,215,661 shares |
| <u>there were shareholders and proxies, representing</u> | <u>66 shareholders</u> | <u>holding 89,594,428 shares</u> |

or 82.96% out of 108,000,000 company shares already issued and paid up. The meeting quorum was formed.

Accordingly, in accordance with Article 36 of the company's Article of Association, which required at least 25 shareholders and proxies, representing not less than half of the total number of shareholders and holding not less than one-third of the total number of shares already issued and paid up.

Mr. Chanin Ratanavijai invited Mr. Manu Leelanuwatana, Chairman of the Board of Directors, to act as Chairman of the meeting.

Mr. Manu Leelanuwatana, Chairman of the meeting, thanked all the shareholders for attending the meeting, and declared the meeting open. Before proceeding on the Meeting, the Chairman assigned Mr. Suchai Narongkananukul, Chairman of the Executive Board and Managing Director to introduce members of the Board of Directors, Sub-Committees, Executives, Corporate Secretary, Chief Financial Officer and Auditor of the company to the meeting and conduct by the agenda as follows:

9 members of the Board of Directors attending the meeting from 9 persons. (or representing 100% of the entire), namely;

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|----|--------------|----------------|--|
| 1. | Mr. Manu | Leelanuwatana | Chairman of the Board of Directors and Member of the Nomination Committee. |
| 2. | Mr. Padoong | Techasarintr | Independent Director, Chairman of the Audit Committee, Chairman of the Corporate Governance and Risk Management Committee and Member of the Remuneration Committee |
| 3. | Miss Sirikul | Dhanasarnsilp | Director and Chairman of the Remuneration Committee |
| 4. | Mr. Utid | Tamwatin | Independent Director, Member of the Audit Committee and Member of the Corporate Governance and Risk Management Committee |
| 5. | Mr. Krisada | Visavateeranon | Independent Director, Member of the Audit Committee and Member of the Corporate Governance and Risk Management Committee |

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| 6. | Mr. Suchai Narongkananukul | Chairman of the Executive Board, Managing Director, Member of the Nomination Committee, Member of the Remuneration Committee and Member of the Corporate Governance and Risk Management Committee |
| 7. | Mr. Arnut Rattanapathimakorn | Deputy Managing Director, Executive Director and Member of the Corporate Governance and Risk Management Committee and Director of Production |
| 8. | Mr. Somnuek Thungpukdee | Director, Executive Director Acting for Business Manager and Factory Manager |
| 9. | Mr. Chanin Ratanavijai | Director, Executive Director, Corporate Secretary and Senior Manager-office of the CEO |

Other Executives attended the meeting, namely;

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|----|---------------------------------|--|
| 1. | Miss Darunee Supo | Executive Board member and Accounting and Finance Manager (CFO) |
| 2. | Miss Rachanee Luevipasakul | Executive Board member, Human Resources and Administration Manager and Acting for Business Promotion Manager |
| 3. | Mr. Koravit Narongkananukul | Executive Board member and Marketing Manager |
| 4. | Mr. Samai Moonlakod | Executive Board member and IT Manager |
| 5. | Mr. Supachai Taechalapanarusmie | Internal Audit Manager |
| 6. | Mrs. Sukjai Rachadej | Factory Manager |
| 7. | Mrs. Suwannee Naipongprasit | Factory Manager |

The company auditors and the inspector for the vote-counting procedure from ASV & Associates Limited, Mr. Niwat Boonleam

For this the Extraordinary Meeting of Shareholders, Chairman of the Board of Directors, Directors, Chairman of Sub-Committees, Executives, Chief Financial Officer and Auditor attended the meeting.

After that, Mr. Chanin Ratanavijai, Director and Corporate Secretary to provide information relating to the meeting and the voting procedure. The voting method for this meeting was to comply with Article 43 of the company's Articles of Association, requiring each share to be counted as one vote, and the voting to be carried out in a transparent manner. The shareholders may cast either approval vote, disapproval vote, or abstention vote, for each meeting agenda, whereas only disapproval and/or abstention votes together with the invalid ballot (if any) would be taken into account, by deducting them from the total votes present at the meeting, in order to arrive at the number of approval votes.

A ballot is invalid if it is marked without the shareholder's signature or if there are more than one crosses marked in the ballot.

Whereas in the case where the shareholder had appointed a proxy to attend the meeting and cast vote according to his/her wish, and had already submitted such proxy appointment letter to the company.

In the case where the shareholder or proxy arrived for meeting registration after the meeting had already commenced, said shareholder or proxy would be allowed to cast vote only for the remaining agenda not yet entering consideration. The company would then add the number of shareholders or proxies so arrived, to the total meeting quorum, for such remaining agenda for further recording in the meeting minutes

In order to facilitate vote-counting procedure in a transparent manner, the company applied the barcode system to the vote-counting procedures, thereby allowing all shareholders to view the voting result for each agenda clearly on screen at the same time. In case of "Disapproval" or "Abstention" vote, the shareholders/ proxies have to raise their ballot papers. Please fill in the voting card with signature, and return to the officer.

Directors would cast their votes in accordance with the opinions proposed by The Board of Directors for each meeting agenda. In case the director was assigned to vote for the shareholder, his or her voting would have to comply with such instruction specified by the shareholder in the proxy form. In this meeting, if any shareholders have questions. Please write any questions on the paper and send to company staff. Please write your name-surname. To record in the minutes of the meeting

After this, the Chairman assigned Mr. Suchai Narongkananukul, Chairman of the Executive Board and Managing Director to conduct the meeting according to the meeting agenda:-

AGENDA 1: Certification of the minutes of the 45th Annual General Meeting of Shareholders.

Chairman of the Executive Board and Managing Director, Mr. Suchai Narongkananukul informed the meeting that the minutes of the meeting had been reported within 14 days subsequent to the meeting date, and already submitted to the Stock Exchange of Thailand and Department of Business Development of Ministry of Commerce within the timeframe specified by law, as well as disseminated through the company website at www.tpcorp.co.th. The company had earlier sent out the copy of the minutes of the 45th Annual General Meeting of Shareholders together with the notice of the Annual General Meeting of Shareholders in advance. The Board considered that said meeting minutes had been duly and accurately recorded.

The Chairman of the Executive Board and Managing Director requested the meeting to consider the minutes of the 45th Annual General Meeting of Shareholders.

Upon consideration, the minutes were unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows:

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|-----------------|------------------|----|-------|
| Approved | 89,594,428 votes | or | 100 % |
| Disapproved | None | or | 0 % |
| Abstained | None | or | 0 % |
| Invalid ballots | None | or | 0 % |

AGENDA 2 : To consider and approve the amendment of the Company's objectives and the amendment of Clause 3 of the Memorandum of Association of the Company (Objectives of the Company)

Chairman of the Executive Board and Managing Director, Mr. Suchai Narongkananukul informed the meeting that the company plans to sell new products and will be submitted for certification of TIS, and FDA. Since the company's objectives has not been specified those product, therefore, it is necessary to

amend the objectives of the company to comply with the application for certification of TIS, and FDA, and includes;

1. To support the expansion in the Company's business operations in the future
2. To support new products of the company and request for certification of various standards such as TIS (Thai Industrial Standards), FDA (the Food and Drug Administration)
3. To comply with the criteria for determining the intended objectives of partnerships and companies of the Department of Business Development Ministry of Commerce

Therefore, it is deemed appropriate to propose to the Extraordinary Meeting of Shareholders to consider and approve the amendment of the Company's objectives in 4 clauses; Clause 1 E., I., K., Clause 10, Clause 31 and Clause 42. The details as follows:

| (Present) the Company's objectives | ✓ (Proposed) the Company's objectives |
|--|---|
| <p>Clause 1 To carry on the business of buying, selling, distributing, selling with the right of redemption domestic goods and products or importing into the Kingdom or exporting for distribution abroad the following products:</p> <p>E. Textile products in either crude or finished form, that is, fibers, threads, cotton fabrics, woolen cloth and fabrics made of synthetic fibers of all kinds and various textiles;</p> <p>I. Curative and preventive medicinal products, medical supplies, chemicals, medical equipment and medical treatment devices, inclusive of tonics;</p> | <p>Clause 1 To carry on the business of buying, selling, distributing, selling with the right of redemption domestic goods and products or importing into the Kingdom or exporting for distribution abroad the following products:</p> <p>E. Textile products in either crude or finished form, that is, fibers, threads, cotton fabrics, woolen cloth and fabrics made of synthetic fibers of all kinds and various textiles, <u>fabric face masks, spunbond for the making of hospital curtains, pipe wrapping materials of all kinds, carpet;</u></p> <p>I. Curative and preventive medicinal products, medical supplies, chemicals, medical equipment and medical treatment devices, <u>that is, pain relieving plasters or plasters for the relief of other symptoms, Chinese plasters for the relief of sprainstotics, face masks or N95 masks, non woven caps and medical instrument wrapping fabrics, spunbond for the making of hospital curtains, mattresses for the sick, bedding sets for the sick and sickbeds used in hospitals, laminated films, carpet, COVID test kit, tonics, vitamins, dietary supplements;</u></p> |

| <p style="text-align: center;">(Present) the Company's objectives</p> | <p style="text-align: center;">✓ (Proposed) the Company's objectives</p> |
|---|--|
| <p>K. Materials and equipment, construction materials, construction equipment, household equipment, office equipment, furniture, a variety of hardware, professional tools of all categories, paints, painting instruments, building decorations of all descriptions, and agricultural equipment, fertilizers and agricultural products of all kinds;</p> | <p>K. Materials and equipment, construction materials, construction equipment, household equipment, office equipment, furniture, a variety of hardware, professional tools of all categories, paints, painting instruments, building decorations of all descriptions, and agricultural equipment, fertilizers and agricultural products of all kinds, <u>sound absorbing pads or materials, ceiling boards, cushioned seats for motor vehicles and vehicles, pipe wrapping materials of all kinds, synthetic geotextile for civil engineering, irrigation and drainage, air filters, shading fabrics, carpet;</u></p> |
| <p>Clause 10 To borrow money from, overdraw on accounts with banks, juristic persons or other financial institutions; and to lend money or grant credit otherwise, either with or without collateral; to pledge and take pledges of, and mortgage immovable and movable properties, take mortgages of property as surety for the employment of employees of the Company, take mortgages as collateral for debt repayments of the Company, sell property with the right of redemption, take property for sale with the right of redemption in the interests of business of the Company; and to provide a guaranty or stand surety for any individuals or juristic persons or for the potential performance of contracts by those individuals or juristic persons, and especially for customers, individuals or juristic persons dealing with the Company; as well as to accept, issue, transfer and endorse bills or other negotiable instruments, except for financial institution business;</p> | <p>Clause 10 To borrow money from, overdraw on accounts with banks, juristic persons or other financial institutions; and to lend money or grant credit otherwise, either with or without collateral; to pledge and take pledges of, and mortgage immovable and movable properties, take mortgages of property as surety for the employment of employees of the Company, take mortgages as collateral for debt repayments of the Company, <u>without taking money deposits or receiving money from the public and making use thereof,</u> sell property with the right of redemption, take property for sale with the right of redemption in the interests of business of the Company; and to provide a guaranty or stand surety for any individuals or juristic persons or for the potential performance of contracts by those individuals or juristic persons, and especially for customers, individuals or juristic persons dealing with the Company; as well as to accept, issue, transfer and endorse bills or other negotiable instruments, except for financial institution business;</p> |

| (Present) the Company's objectives | ✓ (Proposed) the Company's objectives |
|--|---|
| <p>Clause 31 To carry on the business of setting up industrial works, freight stop piers, silos, ports, airports, terminals and plants for the building, assembly, repairs of vehicles of all kinds;</p> | <p>Clause 31 To carry on the business of setting up industrial works, freight stop piers, silos, ports, airports, terminals and plants for the building, assembly, repairs of vehicles of all kinds, <u>provided the business may be carried on only after the permission of the Department of Internal Trade has been obtained, and or any government which has responsible for supervision;</u></p> |
| <p>Clause 42 To carry on the business of direct sales and direct marketing under the Direct Sale and Direct Marketing Act B.E. 2545 (A.D. 2002) including any other laws to be promulgated and enforced additionally in future in relation to the conduct of direct sale and direct marketing business;</p> | <p>Clause 42 To carry on the business of direct sales and direct marketing under the Direct Sale and Direct Marketing Act B.E. 2545 (A.D. 2002) including any other laws to be promulgated and enforced additionally in future in relation to the conduct of direct sale and direct marketing business, <u>with a business registration being granted by the Office of the Consumer Protection Board, and or any government which has responsible for supervision;</u></p> |

And ask the meeting approve the amendment of Clause 3 in Memorandum of Association, (Objectives of the Company) to be "Clause 3. Objectives of the Company are 46 items"

In addition, the Meeting of Shareholders should authorize the authorized directors of the Company or persons assigned by the authorized directors of the company to perform any action amend or add any word or phrase in compliance with suggestions, opinions, or instructions of the registrar, or relevant government agent office.

After that, the shareholders were given an opportunity to ask questions, in which one shareholder asked questions. The Company Secretary reads the following questions:

Mr. Thitipong Sophonudomporn (Shareholder): I would like to know the investment plan for fabric masks, spunbond-curtains for hospitals, plaster, N95, bedding, pajamas for patients, COVID test kits, vitamins, supplements, geotextile, how much is the total investment in all these projects, IRR? What are the market advantages?

Mr. Suchai Narongkananukul (Chairman of the Executive Committee and Managing Director) answered as follows:

As a result of the sale of products in the past, the company received a very good response from customers. The company's production capacity is always full. Therefore, we plan to expand production capacity. Not only

about the manufacturing of the mask Medical-related goods and various goods that we see their potential based on the existing technology related to those products. Therefore, we think that these potential will create greater prosperity for the company.

At this time, another incident of COVID has happened. Earlier this year, sales of our masks has continue to grow but not enough to meet customer demand. We have an idea to expand to various products as mentioned. While all that you have mentioned are in our plans but cannot express in numbers now.

Mr. Thitipong Sophonudomporn (Shareholder): What products are in urgent need to invest for the company? And how it will benefit the company.

Mr. Suchai Narongkananukul (Chairman of the Executive Committee and Managing Director) answered as follows:

The company invested in products that are in market demand at present, there are many products that we cannot clearly identify, because some products are in a state of competition too. But as mentioned above, they are in all of our plans.

Mr. Thitipong Sophonudomporn (Shareholder): What is the problem causing the company to hold an extraordinary general meeting of shareholders?

Mr. Suchai Narongkananukul (Chairman of the Executive Committee and Managing Director) answered as follows:

Actually, the company has made some progress, for example the company filed with TIS., FDA at this time, some products such as Home Textile products have been certified by TIS in many items, including some medical products certified by FDA. And more products that we mentioned today are intended to be submitted to government agencies depending on which unit the product is associated with

Mr. Thitipong Sophonudomporn (Shareholder): By following the plan explained by the committee what will be the growth in the next 5 years?

Mr. Suchai Narongkananukul (Chairman of the Executive Committee and Managing Director) answered as follows:

In our plan to expand investments as mentioned, we expect those products will create prosperity for the company including some products that are a leader: for example, new mask, we are the market leader by quality, not by quantity.

Mr. Thitipong Sophonudomporn (Shareholder): How much is the investment budget of all planned projects?

Mr. Suchai Narongkananukul (Chairman of the Executive Committee and Managing Director) answered as follows:

This cannot be elaborated. It is a secret. The products that we manufacture, some are new, maybe not yet available in the country, we expect them to create a continued prosperity to the company as a progress performance will be shown this year. That is all I can explained since we have competitors as well. Please understand.

As the meeting had no more comment, The Chairman of the Executive Board and Managing Director asked the meeting to consider and approve the amendment of the Company's objectives and the amendment of Clause 3 of the Memorandum of Association of the Company (Objectives of the Company)

The voting for this agenda requires not less than three-fourths of the total number of shareholders who attend the meeting and have the right to vote.

The meeting approved the amendment of the Company's objectives in 4 clauses; Clause 1 E., I., K., Clause 10, Clause 31 and Clause 42 and approved the amendment of Clause 3 in Memorandum of Association, (Objectives of the Company) to be "Clause 3. Objectives of the Company are 46 items"

In addition, the Meeting of Shareholders authorize the authorized directors of the company or persons assigned by the authorized directors of the company to perform any action to amend or add any word or phrase in compliance with suggestions, opinions, or instructions of the registrar, or relevant government agent office.

The resolution adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows:

| | | | |
|-----------------|------------------|----|-------|
| Approved | 89,594,428 votes | or | 100 % |
| Disapproved | None | or | 0 % |
| Abstained | None | or | 0 % |
| Invalid ballots | None | or | 0 % |

AGENDA 3 : Other matters (If any)

Then the shareholders were given an opportunity to ask questions which one shareholder has inquired. The Company Secretary reads the following questions:

Mr. Suwan Dejarin (Shareholder): Will the company provide an opportunity for shareholders to visit the production of masks?

Mr. Suchai Narongkananukul (Chairman of the Executive Committee and Managing Director) answered as follows:

If ready, if the company is ready. Now, the company capacity is quite busy because a lot of orders and some are under reorganization. Therefore, during this time the factory is very busy. If there is an opportunity in the future, you are welcome. The production department said that since the beginning of the year it has never stopped.

Mr. Suwan Dejarin (Shareholder): As a Mask manufacturing company therefore suggesting to deliver 100 pieces of face masks to shareholders who attend the meeting

Mr. Suchai Narongkananukul (Chairman of the Executive Committee and Managing Director) answered as follows:

Truly, I would love to do it. Even within our company, we haven't been able to sell to employees at a special price, because the orders are always full. If there is an opportunity, we are happy to do it.

As there was no further topic or comment raised by the meeting, Chairman of the Executive Board and Managing Director requested the chairman to close the meeting. The chairman informed the meeting that the company would like to express sincere thank for all attendance and declared the meeting close.

The meeting ended at 10.31 hours.

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Mr. Manu Leelanuwatana

(Mr. Manu Leelanuwatana)

Chairman of the meeting

Minutes Recorder *Mr. Chanin Ratanavijai*

(Mr. Chanin Ratanavijai)

Director and Corporate Secretary