

(Translation)

Lor khor. 38/2563

2 December 2020

**Notice of the Extraordinary Meeting of Shareholders No. 1/2563**

Messer: Shareholders of Textile Prestige Public Company Limited.

Attachment No.:

1. Registration Form with printed barcode (Bring on the meeting day)
2. Copy of the Minutes of the 45<sup>th</sup> Annual General Meeting of Shareholders.
3. The definition of "Independent Director"
4. Information of Independent Directors being Nominated as Proxies by Shareholders
5. A Copy of the Articles of Association concerning the Meeting of Shareholders.
6. Documents and evidence of the attended person that must be presented before attending the meeting, and regulation for the meeting.
7. The process of Registration for the meeting.
8. Map of the venue for the meeting.
9. Proxy Form B.

Where as the Board of Directors of Textile Prestige Public Company Limited has considered to hold the Extraordinary Meeting of Shareholders No.1/2563 on December 23, 2020, 10.00 hours. at Chao Praya Room, The Montien Riverside Hotel, address no.372 Rama 3 Road, Bang Khlo, Bang Kho Laem, Bangkok 10120, To consider the following agendas;

**Agenda 1: To certify the Minutes of the 45<sup>th</sup> Annual General Meeting of Shareholders.**

**Facts and reason:** The minutes of the foresaid meeting had been prepared and sent to the Stock Exchange of Thailand within 14 days after such meeting and Department of Business Development of Ministry of Commerce within the required period as well as publicly disclosed on the Company's website "www.tpcorp.co.th" (Attachment No.2)

**Comment of the Board :** The Board of Directors recommends that such minutes which had been correctly prepared and recorded be proposed to the shareholder meeting for further certification.

**Voting resolution :** This agenda requires majority votes of the shareholders present at the meeting and having the voting rights.

**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)**

**Facts and reason:** 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 the amount of 4 items, namely;

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><b>Clause 1</b> 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>K. Materials and equipment, construction materials, construction equipment, household equipment, office equipment, furniture, a variety of hardware,</p>	<p><b>Clause 1</b> 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, <b><u>fabric face masks, spunbond for the making of hospital curtains, pipe wrapping materials of all kinds, carpet;</u></b></p> <p>I. Curative and preventive medicinal products, medical supplies, chemicals, medical equipment and medical treatment devices, <b><u>that is, pain relieving plasters or plasters for the relief of other symptoms, Chinese plasters for the relief of sprainstonics, 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></b></p> <p>K. Materials and equipment, construction materials, construction equipment, household equipment, office equipment, furniture, a variety of hardware,</p>

<p style="text-align: center;"><b>(Present)</b> <b>the Company's objectives</b></p>	<p style="text-align: center;"><b>✓ (Proposed)</b> <b>the Company's objectives</b></p>
<p>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>professional tools of all categories, paints, painting instruments, building decorations of all descriptions, and agricultural equipment, fertilizers and agricultural products of all kinds, <b><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></b></p>
<p><b>Clause 10</b> 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><b>Clause 10</b> 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, <b><u>without taking money deposits or receiving money from the public and making use thereof,</u></b> 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><b>Clause 31</b> 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><b>Clause 31</b> 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, <b><u>provided the business may</u></b></p>

(Present) the Company's objectives	✓ (Proposed) the Company's objectives
	<u>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><b>Clause 42</b> 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><b>Clause 42</b> 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 approve the amendment of Clause 3. (Objectives of the Company) to be in line with the amendment of the Company's objectives. By using the following text instead

"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 to amend and add the proposed objectives in order to be in line with in compliance with suggestions, opinions, or instructions of the registrar, or relevant government agent office.

**Comment of the Board** : The Board of Directors is deemed appropriate to propose to the Extraordinary Meeting of Shareholders to consider and approve the amendment of the Company's objectives in the amount of 4 items, namely; Clause 1 E., I., K., Clause 10, Clause 31 and Clause 42, and the amendment to Clause 3 of the Memorandum of Association (Objectives of the Company) is as follows: "Clause 3. The Company's objectives 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 to amend and add the proposed objectives in order to be in line with in compliance with suggestions, opinions, or instructions of the registrar, or relevant government agent office.

**Voting resolution** : This agenda requires not less than three-fourths of total votes of the shareholders present at the meeting and having the voting rights.

**Agenda 3: Other matters ( If any )**

The shareholders are all invited to attend the meeting on the date, time and venue indicated above. The registration for meeting attendance shall open 2 hours prior to the meeting commencement, starting from 8.00 hours onwards. It is Company policy for shareholders to participate in company operation, shareholders can submit questions in advance. Shareholders, who have the questions related to any agenda of the Extraordinary Meeting of Shareholders No.1/2563, are able to send questions in advance at E-mail: investor@tpcorp.co.th or registered mail to Mr. Chanin Ratanavijai (Director and Corporate Secretary), at the below detail within 16 December 2020. Please, specify the name, address and telephone number which is able to contact. The questions submitted by shareholders shall be collected by the Corporate Secretary before further submission to the Managing Director and/or the Board of Directors for consideration. The company will consider and may answer via email or other channels prior to the meeting or at the meeting.

For your convenience, if you are unable to attend the meeting and desire to appoint a person to attend the meeting and vote on your behalf, please completely fill and sign Proxy Form B (Attachment No.9) or download Proxy Forms from the company's website www.tpcorp.co.th.

Shareholders who desire to appoint the independent directors who was nominated, by the name as the authorized person from shareholders can look up Attachment No.4

Your are kindly requested to submit the complete Proxy Form before the meeting date by send to:

Mr. Chanin Ratanavijai (Director and Corporate Secretary),

Textile Prestige Public Company Limited.

489 Rama 3 Road, Bang Khlo, Bang Kho Laem, Bangkok 10120.

The company will process registration with the barcode system. For registration convenience, shareholders and proxy please bring the documents and evidence of the attended person that must be presented before attending the meeting such as Registration Form with printed barcode (Attachment No.1), Proxy Form B (Attachment No.9), with signature for the rights to attend the meeting on the meeting date.

By the order of the Board of Directors

.....Mr. Chanin Ratanavijai.....

(Mr.Chanin Ratanavijai)

Director and Corporate Secretary