



Innovation by Chemistry

บริษัท โทเร เท็กซ์ไทล์ (ประเทศไทย) จำกัด (มหาชน)

Toray Textiles (Thailand) Public Company Limited

**Invitation Letter for the 2025
Annual General Meeting of Shareholders**

**July 30, 2025 (Wed.) at 10:00 a.m.
Pimarn Ballroom, 12 th Floor
Grande Centre Point Lumphini Hotel**

No Corporate Gifts

To comply with the guidelines given by the regulatory bodies,
which encourage listed companies to review their practice of giving gifts at meetings.

Content

	Page
Invitation letter for the 2025 Annual General Meeting of Shareholders	1-5
<u>Enclosure</u>	
1. Copy of minutes of the 2024 Annual General Meeting of Shareholders held on 30 July 2024 (document to be consideration for agenda 1)	6-16
2. One Report 2024 (1 April 2024 - 31 March 2025) (document to be consideration for agenda 2)	
3. Financial Statements for the year ended 31 March 2025 (document to be consideration for agenda 3)	
4. Proposed appropriation of retained earnings (document to be consideration for agenda 4)	17
5. The independent directors proposed by the Company as proxies of shareholders	18
6. Dividend Policy (document to be consideration for agenda 4)	18
7. Profile of re-elected directors proposed to shareholders' meeting (document to be consideration for agenda 5)	19-22
8. The nomination of the company's director (document to be consideration for agenda 5)	23
9. The qualification of Independent Director (document to be consideration for agenda 5)	24
10. Guideline for registration, proxy and documents to be presented to attend the shareholders meeting	25
11. The company's Articles of Association with regard to the shareholders' meeting	26-28
12. Map of Grande Centre Point Lumphini Hotel	29
<u>Enclosure using to attend the meeting</u>	
Proxy Form B (For registration with barcode)	

9 June 2025

Re : Invitation to the 2025 shareholders' meeting
To : Shareholders of Toray Textiles (Thailand) Public Company Limited

The Meeting of the Board of Directors of Toray Textiles (Thailand) Public Company Limited (the "Company" or "TTT"), No. 1/2025 held on 9 June 2025 resolved to convene the 2025 Annual General Meeting of Shareholders on Wednesday 30 July 2025 at 10:00 a.m. at Pimarn Ballroom, 12th floor, Grande Centre Point Lumpkini Hotel, Rama 4 Road, Thungmahamek, Sathorn, Bangkok, to consider the following agenda items.

Agenda 1 To approve the minutes of the 2024 Annual General Meeting of Shareholders held on 30 July 2024

Fact and rationale: The minutes of the 2024 Annual General Meeting of Shareholders held on 30 July 2024 was prepared and submitted a copy thereof to the Stock Exchange of Thailand and the Ministry of Commerce as prescribed by laws, as per details in the copy of such minutes, provided herewith as attachment 1.

Opinion of the Board of Directors: The Board of Directors agrees to propose the 2025 AGM to consider and certify the minutes of the 2024 Annual General Meeting of Shareholders held on 30 July 2024, as deemed that they were correctly recorded.

Remark: Resolution in this agenda shall be adopted by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda 2 To acknowledge the company's business performance of 2024 (1 April 2024 – 31 March 2025) and outlook for 2025 (1 April 2025 – 31 March 2026)

Fact and rationale: In compliance with the Articles of Association No. 45, to acknowledge the report of the business operation results as presented in the Annual Report sent to the shareholders together with this invitation letter.

Opinion of the Board of Directors: The meeting considered and agreed that it was appropriated to propose the shareholders' meeting for their acknowledgement.

Remark: This agenda is for acknowledgement so no voting required from the meeting.

Agenda 3 To consider and approve the financial statements in which the equity method is applied and the separate financial statements for the year ended 31 March 2025

Fact and rationale: The company had prepared the financial statements in accordance with the financial reporting standard. The financial statement was verified and certified by the certified public accountant of KPMG Phoomchai Audit Ltd. It was also passed the approval of the audit committee and the Board of Directors as sent to the shareholders together with this invitation letter.

Opinion of the Board of Directors: The meeting considered and agreed that it was appropriated to propose the shareholders' meeting for approval of the mentioned financial statements.

Remark: The resolution for this agenda shall be adopted by a majority vote of the shareholders attending the meeting.

Agenda 4 To consider and approve the appropriation of retained earnings for the year 2024 (1 April 2024 - 31 March 2025)

Fact and rationale: The dividend policy of the company will be considered from the operating results, financial structure, future investment. In compliance with the Articles of Association No. 45, the Board of Directors proposed the appropriation of retained earnings for the year 2024. On 17 January 2025, the Company had already paid for the interim dividend as the resolution of the board meeting No. 3/2024 at 1.30 Baht per share (from retained earnings subjected to income tax rate of 25%) in the total amount of 75,192,000 Baht.

Opinion of the Board of Directors: The Board of Directors proposed the appropriation of retained earnings for this time at 1.50 Baht per share (from retained earnings subjected to income tax rate of 25%) in the total amount of 86,760,000 Baht. The record date to determine shareholders who have a right to receive the dividend is on 23 June 2025 (Mon.). The dividend will be paid on 27 August 2025 (Wed.). The Board of Directors then regarded to propose this to the shareholders' meeting for approval. The right to receive the dividend is requested to be shown within 10 years. (details in attachment 4). (Above dividend payment rate duly complies with the dividend payment policy and poses no adverse effect on the company's liquidity position.)

Remark: The resolution for this agenda shall be adopted by a majority vote of the shareholders attending the meeting.

Agenda 5 To elect directors replacing those who have completed their terms

Fact and rationale: According to the Public Company Limited Act Section 71 and the Articles of Association No. 18 which regulated that one-third of directors shall vacate office on the Annual General Meeting of Shareholders and these directors can be re-elected for another term, vacated 4 directors in this year are;

- | | | |
|------------------|-----------------|--|
| 1. Mr. Yoshinobu | Gamo | Director |
| 2. Mr. Takahiro | Hasui | Director |
| 3. Mr. Supol | Adulsiri-ungool | Independent Director and Audit Committee |
| 4. Mrs. Kwunjai | Kiatgungwalgri | Independent Director and Audit Committee |

Opinion of the Board of Directors: The Board agreed to propose the shareholders' meeting to appoint the above directors to be directors again because the board agreed that all of 4 directors had perfect qualification and had no any legal incompatibility for appointing to be directors. Moreover, they had worked with responsibility, carefulness and honesty as the laws and company's objective and regulations.

The company provided the directors' profile for re-election and the definition of Independent Director which is equaled to those defined by Securities and Exchange Commission and the Stock Exchange of Thailand with the qualification of Independent Director enclosed herewith.

Remark: The resolution for this agenda shall be adopted by a majority vote of the shareholders attending the meeting.

Agenda 6 To consider and approve the appointment of auditors and the determination of the audit fee for the year 2025 (1 April 2025 - 31 March 2026)

Fact and rationale: In compliance with the Public Company Limited Act Section 120 and the Articles of Association No. 45 which regulate an appointment of auditor and determination of auditor fee in the Annual General Meeting of Shareholder every year and the SEC regulations about the reappointment of the same auditor which can be done only not exceeding 5 consecutive financial years or abstaining from being the company auditor at least consecutive 2 years

After considering, the Audit Committee has proposed to appoint 3 auditors

Name	CPA No.	Auditing Firm
Ms. Sawitree Ongksirimemongkol	10449	KPMG Phoomchai Audit Limited
Ms. Nareewan Chaibantad	9219	
Ms. Sirinuch Surapaitoonkorn	8413	

In the case that the above auditors are unable to perform the duty, KPMG may provide an alternative auditor from KPMG Phoomchai Audit Ltd. to perform the duty.

Ms. Sawitree Ongksirimemongkol will sign the 2024 financial statements of the company for the third year. The auditing company and the proposed auditors do not have any relationship or any interest with the company, executives, major shareholders or any persons related with the mentioned parties.

The audit fee is as follows:

2025 1 April 2025 - 31 March 2026	2024 1 April 2024 - 31 March 2025
2,400,000 Baht	2,400,000 Baht

Opinion of the Board of Directors: It is appropriate to propose auditors and auditor fee as proposed by the Audit Committee for further approval in the Annual General Meeting of Shareholders.

Remark:

The resolution for this agenda shall be adopted by a majority vote of the shareholders attending the meeting.

Agenda 7 To consider and approve the remuneration of audit committee for the year 2025 (1 April 2025 – 31 March 2026)

Fact and rationale: Details of the criteria for the audit committee’s remuneration were based on the consideration of performances, authority, duty, and responsibility scope. For the year 2025, the remuneration of audit committee as meeting allowance compared to previous years are as follows.

Audit Committee	2025 1 Apr 25 – 31 Mar 26	2024 1 Apr 24 – 31 Mar 25
1. Mr. Ekchai Chansue	150,000 Baht	150,000 Baht
2. Mr. Supol Adulsiri-ungool	150,000 Baht	150,000 Baht
3. Mr. Yanchai Tantiratapong	150,000 Baht	150,000 Baht
4. Mrs. Kwunjai Kiatgungwalgri	150,000 Baht	150,000 Baht

Opinion of the Board of Directors: The Board considered and agreed to propose to the shareholders’ meeting to consider and approve the above remuneration of audit committee since such remuneration was appropriate and reflected the audit committee’s authority, duty, and responsibility scope.

Remark:

The resolution for this agenda shall be adopted by a majority vote of the shareholders attending the meeting.

Agenda 8 To consider other matters (if any)

Please be invited to the meeting as the date, time and venue as mentioned above. For those who are unable to join may appoint other person by filling in and sign the attached proxy form and send to the company secretary together with relevant documents, as mentioned in the attachment 10, before the meeting date. The company will open for registration from 9:00 a.m.

The company defines record date to determine shareholders who have a right to attend the Annual General Meeting of Shareholders on 23 June 2025 (Mon.).

Yours sincerely,

Toray Textiles (Thailand) Public Company Limited



Mr. Ekchai Chansue
Chairman

Minutes of the 2024 Annual General Meeting of Shareholders
Toray Textiles (Thailand) Public Company Limited

The meeting was held on 30 July 2024 at 10:00 a.m. at room Surasak 1, The Eastin Grand Sathom Hotel, South Sathom Road, Yannawa, Sathom, Bangkok.

Attended in person	34 persons	representing	119,242 shares equivalent	0.2062 %
Attended by proxy	19 persons	representing	42,631,262 shares equivalent	73.7055 %
Total	53 persons	representing	42,750,504 shares equivalent	73.9117 %

The attendance had a quorum according to the article of association of the company. In total 12 directors, the 12 directors or 100% attended the meeting as the following.

1.	Mr. Hiroshi	Yamada	Chairman the Board and managing director
2.	Mr. Ekchai	Chansue	Independent Director and chairman of the audit committee
3.	Mr. Tetsuya	Ohara	Director and general manager of production division
4.	Mr. Yoshinobu	Gamo	Director and general manager of sales division
5.	Mr. Akinori	Iwakura	Director and general manager of administration division
6.	Mr. Takahito	Sato	Director and division manager of sales division 1
7.	Mr. Krisngsak	Kongsiri	Director and factory manager of Mill No. 2 and Mill No. 3
8.	Mr. Takahiro	Hasui	Director and general manager of quality assurance division
9.	Mr. Masanobu	Kato	Director
10.	Mr. Supol	Adulsiri-ungool	Independent Director and Audit committee member
11.	Mr. Yanchai	Tantiratapong	Independent Director and Audit committee member
12.	Mrs. Kwunjai	Kiatgungwalgri	Independent Director and Audit committee member

The company has no other subcommittee.

Attended auditor and audit assistant in charge of answering questions about the accounting matter

1.	Ms. Sawitree	Ongksirimemongkol	Auditor, KPMG Phoomchai Audit Ltd. Signer of the Financial Statements 2023
2.	Ms. Natha	Jatusittangkul	Audit Assistant, KPMG Phoomchai Audit Ltd.

Voting Process

The moderator informed the meeting of the rules of the meeting and voting as the following.

- Agenda 1, 3, 4, 5, 6 must be resolved by the majority of all the votes of shareholders who attended the meeting and were entitled to vote in accordance with Clause 37 of the Articles of Association.
- Agenda 2 was for acknowledgment without resolutions.
- Agenda 5, to consider and appointment of the company's directors, the voting ballots were divided by 4 parts for voting 4 directors each.
- The voting process was done by barcode system and after finishing explanation in each agenda, the Chairman will ask for shareholders' suggestion.
- One share shall be entitled to one vote.
- After the end of each agenda, the Chairman will inform the meeting of voting results specifying the shares amount of approval, disapproval and abstention.

7. Shareholders who disapprove or abstain the voting of any agenda will be able to submit their votes in the voting ballots provided for shareholders while processing their registration. Such votes would be deducted from the total shares collected by the computerized database system during registration. The shareholders who did not submit any voting ballots would be considered as agreement to particular agenda.
8. The Chairman is empowered to issue the rules of the meeting for the purpose of conducting the meeting in order and ensuring equitable treatment to all shareholders.

Mr. Hiroshi Yamada, Chairman of the board and managing director was the chairman of the meeting and conducted the meeting according to the following agendas.

Agenda 1 To approve the minutes of the 2023 Annual General Meeting of Shareholders held on 26 July 2023

The chairman proposed the meeting to consider and approve the minutes of the 2023 Annual General Meeting of Shareholders which were delivered in advance with the notice of the general meeting of shareholders. The Board considered that the minutes had been accurately and completely recorded.

The chairman asked the opinions from the meeting and the shareholders asked questions as follows.

Mr. Kittiyot Arphakiattiwong: shareholders

Q: Shareholder wants to visit the company because he wants to ensure that the company is stable enough and has an opportunity to do the CSR activity with the surrounding community. The company can random shareholders to visit factories at least 10-20 persons.

A: At the present, some factories are renovated. The management must consult with the factories. The company visit may be held at 10-20 persons. The suggestion of random will be taken into consideration.

There was no additional suggestion or question, so the chairman asked the meeting for voting.

Resolution After consideration, the meeting resolved to approve the minutes with the majority vote as the following.

Approval	42,775,188	votes	equivalent to	100.0000 %
Disapproval	0	votes	equivalent to	0 %
Abstention	0	votes	equivalent to	0 %
Void	0	votes	equivalent to	0 %
Total	42,775,188	votes	equivalent to	100.0000 %

Agenda 2 To acknowledge the company's business performance of 2023 from 1 April 2023 to 31 March 2024 and outlook for 2024 from 1 April 2024 to 31 March 2025

The chairman reported about the company's business performance of the year 2023 as the following.

Business environment in 2023; the exchange rate trends over the past five years

In 2023, the Baht continued to depreciate and at the end of March, the exchange rate was 35.95 Baht per US Dollar. On the other hand, the Baht had appreciated against the Yen.

Business Sentiment Index: In the 2023, automotive industry, which was a main market, was still strong. But the textile and garment industry were in a sluggish and difficult situation.

Cotton and crude oil price, which were our main manufacturing factors: The price of raw cotton was 81 cents per pound in April 2023. In March 2024, price increased to 91 cents per pound. As for the price of crude oil, the price also increased from 77 USD per barrel to 83 USD per barrel. During that period, the price fluctuated up and down according to the economic situation. The overall trend was upwards.

The business performance for fiscal year 2023.

Fiscal year 2023 was a chaotic year with different conditions depending on the region and business, including unstable international situations in Russia-Ukraine and the Middle East, slowing economies in Europe and China, and a strong dollar.

In the company's business, the apparel business saw a decline in revenue and profits compared to the previous year due to the unstable situation in the Middle East and the sluggish European economy. On the other hand, the industrial material product business saw a recovery in the airbag business due to the strong market conditions in the automotive industry.

Sales revenue for fiscal year 2023 was 9,471 million Baht, decreased 4% when comparing with the previous year. In addition, the equity method-based profit for the period increased 3.1 times from 86 million Baht to 272 million Baht. The company was able to earn steady profits by expanding the industrial material product business, which was in a robust market.

The trend of sales and profits over the past five years: Sales decreased compared to the previous year mainly due to a decrease in spun product, but airbag sales grew, and net profit was 272 million Baht, the highest profit since the merger.

FY2023 was a challenging year with different circumstances for each business, but the company made efforts to thoroughly manage the risk and efficiency of working capital, such as reducing inventory by 203 million Baht compared to the previous year through well-balanced management. The capital investment amounted 208 million Baht, mainly for regular investments. As a result, free cash flow was positive 722 million Baht. The company is currently making capital investments to further increase profits, including by upgrading the products.

Explanation by type of business

Spun fabric business for apparel

T/C business experienced a slump in its main European market. The spun-polyester business attempted to expand, but the situation in Israel worsened in its main Middle Eastern market.

Business strategy

In the T/C business, the main business shirt market in Europe and the US was constantly shrinking, and the market was also becoming more price competitive, so the company narrowed down to only profitable business.

Meanwhile, in the spun-polyester business, the company expanded sales to the Middle East and India, etc., while also utilizing the facilities for the T/C business and aiming to increase volume. Unfortunately, in FY2023, due to the situation in Israel, the expansion of the spun-polyester business did not proceed as planned.

T/R fabric business, the business continues to operate well and at the same level as last year.

The revenue from denim yarn business decreased 30% when compared to the previous year due to a decrease in demand but has been on a recovery trend since the end of the fiscal year.

Overall, the spun fabric group's income decreased 18% when compared to the previous year, so gross profit decreased 41% compared to the previous year.

Filament fabric business for apparel:

In the outerwear business, orders from Europe and the America decreased due to the economic downturn, but orders from Nike increased.

The lining business also decreased in volume due to the economic downturn, but it can be compensated by increasing the price of standard products and expanding sales of new products.

In the knitting fabric business, sales increased for casual and sports applications.

Therefore, overall, filament fabric has been greatly affected by the sluggish market condition due to the economic recession. Sales decreased 8% and gross profit decreased 36% when compared to the previous year.

Industrial Material Products:

Sales increased due to the recovery in automobile production volume. In the airbag business, sales volume increased 10% year-on-year to 3.49 million meters/month, and sales increased 8% year-on-year to 4.837 million Baht, both of which were record highs.

For industrial applications overall, sales revenue increased 7% year-on-year, and gross profit increased 157% year-on-year.

The latest situation and its effects

There are many uncertainties in the current situation, such as the unstable international situation in Russia-Ukraine and the Middle East, the continued high interest rates in Europe and the USA suppressing personal consumption and investment activity, and the prolonged real estate slump in China. The company will strive to expand the profits by steadily promoting the following two issues.

The first is business expansion. The company will increase sales channels to ASEAN, South Asia, the Middle East, and other regions, and expand sales. The company will also work with Toray Group companies to expand business with global customers. The company also will continue to develop and sell high added-value products.

The second is to strengthen our profitability. The company will work steadily on improving quality, improving operability, reducing losses, and reducing fixed costs, without neglecting the basic things that are expected of a manufacturing company.

The chairman asked the opinions from the meeting and the shareholders asked questions as follows.

Shareholder

Q: The shareholder asked if there had been any accidents last year to ensure that the company complied with the policy of Zero Accident.

A: There was no accident in the last year. Mill 2 has had no accident for 2 years while other factories have had no accident for 7 years.

Q: The shareholder asked if factories had been affected from the big flood in the year 2011 and the situation or impact from flood of this year for the factories in Samut Prakan Province.

A: In 2011, Mill 1-3 did not affect much but there was high flooding around Nakorn Pathom factory. At that time some water leaked into the factory, but we had a strong protective measure.

Q: In this year, fire accident happened in many factories. The shareholder wanted to confirm whether the company applies the insurance which cover all risks or not.

A: Toray Group has insurances which cover fire and other accidents including big loss.

Q: The shareholder asked if the increasing of minimum wage affect to the company and whether the company has a plan to transfer factories to neighbor country or not.

A: The increase in minimum wage affects our operation because the company has almost 2,000 employees. However, Toray Group is operating in Asian such as Malaysia, Indonesia so the company has no plan to move to other country.

Mr. Anuphot Panapornsirikul, shareholder

Q: The shareholder asked about the impact of Yen depreciation and response plan.

A: Our purchasing was in Thai Baht or US dollar, so the Yen depreciation did not affect to the company.

Q: Sales of Spun fabric, Polyester fabric and denim yarn trend to decrease while only air-bag fabric increases. The shareholder asked about company's strategy to increase revenue from apparel fabric group such as new product and short-term estimation of the overall of business situation and direction.

A: The company is increasing high value products and filament fabric selling. However, the management team always reviews strategies.

Q: The shareholder wanted to know the response plan for international conflicts which have affected to fuel price and logistic system.

A: International conflict in the Middle East and between Russia-Ukraine quite affected to our logistic expenses.

Mr. Bunyong Apiraklaosakul: shareholders

Q: At the present, selling of combustion cars trends to decrease while electric cars especially from China is increasing continuously. He asked if there had been any impact to sale of industrial material products such as air-bag fabric and confirmed whether the Chinese EV manufacturers buy our air-bag fabric or not.

A: Our industrial material products are air-bag fabric and cord for break hose and cooling hose. For air-bag fabric, although the number of combustion car manufacturing decreases but according to the safety standard which added the point of air-bag assembly, the fabric usage in one car increased. For cord, the company is trying to increase the cooling hose market.

This agenda was for acknowledgement so there was no resolution.

Agenda 3 To consider and approve the Financial Statement in which the equity method is applied for the year ended 31 March 2024 and Separate financial statement for the year end 31 March 2024

The chairman informed to the meeting that the financial statement of the fiscal year 2023 was arranged as the financial reporting standards. The financial statement was verified and certified by the certified public accountant who was Ms. Sawitree Ongksirimemongkol from KPMG Phoomchai Audit Ltd. Moreover, it was passed the consideration of audit committee and board committee. Details of financial statement were in the Annual Report 2023 which was sent in advance to shareholders with the invitation of the general meeting of shareholders.

The Chairman explained the financial statement as the following.

The Financial Statement in which the equity method is applied for the year ended 31 March 2024:

Current assets increased 572 million Baht in cash and cash equivalents, and 66 million Baht in accounts receivable due to business performance improvement. Meanwhile, inventory decreased 200 million Baht from the previous year due to decreased raw material and fuel prices, and proper quantity control management, so current assets increased 432 million Baht or 10.26% from 4,206 million Baht in the previous year to 4.638 million Baht.

Fixed assets decreased 215 million Baht or 4.86% from the previous year or from 4.423 million Baht to 4,208 million Baht, mainly due to depreciation.

Total liabilities were 1,711 million Baht, increased 13 million Baht or 0.75% from the previous year due to increased trade accounts payable.

Revenue from sales of goods in 2023 was 9,471 million Baht, decreased 403 million Baht or 4.1% from the previous year. Net profit was 272 million Baht, increased 186 million Baht or 215% from the previous year. Earnings per share was 4.70 Baht per share.

The board had an opinion that the report was accurate and complete.

After the reporting, the chairman asked the meeting for the opinions. There was no suggestion or question, so the chairman asked the meeting for voting.

Resolution After consideration, the meeting approved the financial statements for 2023 ending 31 March 2024 with the majority vote as below.

Approval	43,056,772	votes	equivalent to	100.0000 %
Disapproval	0	votes	equivalent to	0 %
Abstention	0	votes	equivalent to	0 %
Void	0	votes	equivalent to	0 %
Total	43,056,772	votes	equivalent to	100.0000 %

Agenda 4 To consider and approve the appropriation of retained earnings for the year 2023 from 1 April 2023 to 31 March 2024

The Chairman requested the meeting to consider the appropriation of retained earnings of 2023 as the following.

As at March 2024, the unappropriated retained earning was 4,172 million Baht. The interim dividend payment was already paid in January 2024 the rate of 0.90 Baht per share, totally 52 million Baht.

In this year, the dividend payment of the second half year 2023 was proposed to pay in the rate of 1.25 Baht per share, totally 72.3 million Baht from the retained earning subjected to corporate income tax rate 25%. The unappropriated retained earning after dividend payment will be 4,100 million Baht.

The mentioned dividend will be paid to the shareholders who granted the right as the names appeared in the record date on 21 June 2024. Dividend payment date is 28 August 2024.

The chairman asked the meeting for the opinions. There were questions as the following.

Mr. Sakol Ngamlertchai, shareholder

Q: The shareholder wanted to confirm whether the company will continue to pay dividend 2 times per year which are interim and year end or not.

A: The company will continue to pay dividend 2 times per year as usual.

Q: Mill 1 at Suksawad Road, which has land area almost 100 rai, manufactures only apparel fabrics. The company has a plan to move machines to Mill 2 or 3 and operate other business to get more profit or not.

A: Mill 2 and 3 have many machines installed in the factories so the company has no plan to move machines to there. The company is trying to find new market for value added products and utilize facilities in full capacity. Moreover, the company's business is textile manufacture, so it is difficult to do other business such as real estate.

There was no additional suggestion or question, so the chairman asked the meeting for voting.

Resolution After consideration, the meeting approved the appropriation profit for 2019 with the majority vote as below.

Approval	43,030,453 votes	equivalent to	99.9376 %
Disapproval	26,874 votes	equivalent to	0.0624 %
Abstention	0 votes	equivalent to	0 %
Void	0 votes	equivalent to	0 %
Total	43,057,327 votes	equivalent to	100.0000 %

Agenda 5 To elect directors replacing those who have completed their term

Chairman informed the meeting that according to The Public Company Act B.E. 2535 and Article 18 of the Company's Articles of Association, one – third of total directors shall retire from the position in the Annual General Meeting of Shareholders and able to be re-elected. At the present, total directors are 12 persons so there are 4 directors who will retire from the position in this Annual General Meeting of Shareholders as the following.

- 1) Mr. Tetsuya Ohara Director
- 2) Mr. Takahito Sato Director
- 3) Mr. Kriangsak Kongsiri Director
- 4) Mr. Yanchai Tantiratapong Independent Director and Audit committee member

The Board considered to propose the shareholders meeting to appoint the above directors who are retiring the director position to be directors again because the board agreed that all of 4 directors had perfect qualifications and had no legal incompatibility for appointing to be directors. Moreover, they had worked with responsibility, carefulness and honesty as the laws and company's objective and regulations.

The profiles of 4 directors proposed for re-election including definition of Independent Director Definition were delivered together with the notice of the general meeting of shareholders.

The chairman asked the opinions from the meeting There was no suggestion or question, so the chairman asked the meeting for voting.

1) Mr. Tetsuya Ohara

The voting results:

Approval	43,057,327	votes	equivalent to	100.0000 %
Disapproval	0	votes	equivalent to	0 %
Abstention	0	votes	equivalent to	0 %
Void	0	votes	equivalent to	0 %
Total	43,057,327	votes	equivalent to	100.0000 %

2) Mr. Takahito Sato

The voting results:

Approval	43,057,327	votes	equivalent to	100.0000 %
Disapproval	0	votes	equivalent to	0 %
Abstention	0	votes	equivalent to	0 %
Void	0	votes	equivalent to	0 %
Total	43,057,327	votes	equivalent to	100.0000 %

3) Mr. Kriangsak Kongsiri

The voting results:

Approval	43,057,327	votes	equivalent to	100.0000 %
Disapproval	0	votes	equivalent to	0 %
Abstention	0	votes	equivalent to	0 %
Void	0	votes	equivalent to	0 %
Total	43,057,327	votes	equivalent to	100.0000 %

4) Mr. Yanchai Tantiratapong

The voting results:

Approval	43,057,327	votes	equivalent to	100.0000 %
Disapproval	0	votes	equivalent to	0 %
Abstention	0	votes	equivalent to	0 %
Void	0	votes	equivalent to	0 %
Total	43,057,327	votes	equivalent to	100.0000 %

Resolution After consideration, the 4 directors were individually re-elected by the meeting with majority vote.

Agenda 6 To appoint the auditor and approve the auditor fee for 2024 (1 April 2024 – 31 March 2025)

The board considered to propose the meeting for appointing the auditor from KPMG Phoomchai Audit Limited to be an auditor of 2024 from 1 April 2024 - 31 March 2025 as the following names and considering the approval of the audit fee for 2024 amount 2,400,000.00 Baht.

1. Ms. Sawitree Ongksirimemongkol Certified Public Accountant No. 10449 and/or
2. Ms. Nareewan Chaibantad Certified Public Accountant No. 9212 and/or
3. Ms. Sirinuch Surapaitoonkorn Certified Public Accountant No. 8413

The chairman asked the meeting for the opinions. There was no additional suggestion or question, so the chairman asked the meeting for voting.

Resolution After consideration, the meeting approved the appointment of the auditor and the audit fee 2024 with the majority vote as below.

Approval	43,030,453	votes	equivalent to	99.9376 %
Disapproval	0	votes	equivalent to	0 %
Abstention	26,874	votes	equivalent to	0.0624 %
Void	0	votes	equivalent to	0 %
Total	43,057,327	votes	equivalent to	100.0000 %

Agenda 7 To consider and approve the remuneration of audit committee for 2024 (1 April 2024 – 31 March 2025)

The company proposed the remuneration of audit committee for the year 2024 from 1 April 2024 to 31 March 2025 amounted 600,000 Baht or 150,000 Baht per person which equal to the previous year.

The chairman asked the meeting for the opinions. There were questions as the following.

Shareholder

Q: The shareholder asked for the other remuneration of directors.

A: The company does not pay the other remuneration as the position of director. If the director is employee, the company will pay salary, bonus depending on company performance, professional fee etc.

Q: The shareholder asked if the fabrics of suit, which were being dressed by directors, were the company fabrics. Quality and price comparing with the other company's fabrics.

A: The suits were bought by themselves not provided by the company. But the company has uniform for the employees.

There was no additional suggestion or question, so the chairman asked the meeting for voting.

Resolution After consideration, the meeting approved the remuneration of audit committee for the year 2024 with majority vote as below.

Approval	43,057,327	votes	equivalent to	100.0000 %
Disapproval	0	votes	equivalent to	0 %
Abstention	0	votes	equivalent to	0 %
Void	0	votes	equivalent to	0 %
Total	43,057,327	votes	equivalent to	100.0000 %

Other Agenda

Because there was no additional agenda, so the chairman asked the meeting for opinions. There were questions as the following.

Mr. Meithee An-adirekkul, Shareholder

Q: The shareholder confirmed whether a condominium in front of Mill 1 is in company's area or not.

A: The condominium does not locate in the company land.

Q: In front of the Mill 1 was expropriated to be MRT stairway. The shareholder wanted to know the width of expropriated land, the expropriation amount and why that matter was not notified in the financial statements.

A: The land was expropriated only 98.8 square wa. Mass Rapid Transit Authority of Thailand paid totally 19 million Baht which for land amount 11 million Baht and other damage expenses such as building. When compared to total assets, that was a very small amount, so it was not disclosed separately in the financial statements.

Mr. Nara Sripetch, shareholder

Q: The shareholder wants to know about company's business direction.

A: According to the reporting, the company aims to increase high value-added products. Due to there still has inflation and high living cost not only in Thailand, the company also plans to extend the markets in Europe and USA. Although the company has plans for new investment or market expansion, but the company is still careful the global situation and politics which will affect all manufacturers.

There were additional shareholders joined during the meeting so the final number of shareholders in the end of the meeting was as the following.

Attended in person	54	persons	representing	420,302	shares equivalent	0.7267 %
Attended by proxy	20	persons	representing	42,637,025	shares equivalent	73.7155 %
Total	74	persons	representing	43,057,327	shares equivalent	74.4421 %

The chairman declared to adjourn the meeting at 12.50 p.m.



(Mr. Hiroshi Yamada)

The Chairman of the Board

บริษัท โทเร เท็กซ์ไทล์ (ประเทศไทย) จำกัด (มหาชน)
TORAY TEXTILES (THAILAND) PUBLIC COMPANY LIMITED
 รายละเอียดการเสนอขอจัดสรรกำไรสะสม
UNAPPROPRIATED OF RETAINED EARNINGS
 สำหรับงบการเงินประจำปี 2567
Financial statements for the year 2024

หน่วย : บาท
Unit : Baht

กำไรสำหรับงวด [1 เมษายน 2567 - 31 มีนาคม 2568]		344,528,822.18
Profit for the period [1 April 2024 - 31 March 2025]		
งบกำไรขาดทุนเบ็ดเสร็จอื่น		-
Other comprehensive income		
กำไรสะสม Retained Earnings		
กำไรสะสมที่ยังไม่ได้จัดสรรยกมาต้นงวด	ณ วันที่ 1/4/2567	4,172,927,737.39
Unappropriated - Beginning Balance	at 1/4/2024	
งบกำไรขาดทุนเบ็ดเสร็จอื่น	ณ วันที่ 1/4/2567	-
Other comprehensive income	at 1/4/2024	_____
รวมกำไรสะสมที่ยังไม่ได้จัดสรร		4,172,927,737.39
Total Unappropriated		
กำไรสะสมที่จัดสรรแล้ว		
Appropriated:-		
เงินปันผลงวดสุดท้ายสำหรับปี 2566 [1 เมษายน 2566 - 31 มีนาคม 2567]		
Final Dividend for the year 2023 [1 April 2023 - 31 March 2024]		
เงินปันผลจ่าย 1.25 บาท / หุ้น	ณ วันที่ 28/8/2567	(72,300,000.00)
Dividend paid 1.25 Baht / Share	at 28/8/2024	
เงินปันผลระหว่างกาลสำหรับปี 2567 [1 เมษายน 2567 - 31 มีนาคม 2568]		
Interim Dividend for the year 2024 [1 April 2024 - 31 March 2025]		
เงินปันผลจ่าย 1.30 บาท / หุ้น	ณ วันที่ 17/1/2568	(75,192,000.00)
Dividend paid 1.30 Baht / Share	at 17/1/2025	_____
กำไรสะสมที่ยังไม่ได้จัดสรรยกมาปลายงวด	ณ วันที่ 31/3/2568	4,369,964,559.57
Unappropriated - Ending Balance	at 31/3/2025	
เสนอให้ :		
Proposed for :		
จ่ายเงินปันผลงวดสุดท้าย 1.50 บาท / หุ้น	ณ วันที่ 27/8/2568	86,760,000.00
Final Dividend 1.50 Baht / Share	at 27/8/2025	
จ่ายจากกำไรสะสมที่เสียภาษีเงินได้นิติบุคคลอัตราร้อยละ 25		
Paid from retained earnings subjected to income tax rate 25%		_____
กำไรสะสมที่ยังไม่ได้จัดสรรหลังจากเสนอจ่ายเงินปันผลแล้วคงเหลือ		4,283,204,559.57
Unappropriated Retained Earnings Balance after dividend proposed		=====

The independent directors proposed by the Company as proxies of shareholders

Name	Age	Position	Address	Having interest on the proposed agenda
Mr. Ekchai Chansue	68	Chairman of the Board Independent Director and Audit Committee	5 th Floor, Bubhajit Building, 20 North Sathorn Road, Silom, Bangrak, Bangkok 10500	Having interest in Agenda 7 to consider the remuneration of audit committee

Dividend Policy

The dividend policy of the company will be considered from the operating result, financial structure, future investment and other external factors such as economic and industrial situation. However, the company intends to increase the operating result, consider the appropriate dividend allocation every year and propose the shareholders meeting for approval.

Profile of re-elected directors proposed to shareholders' meeting

Mr. Yoshinobu Gamo

Type of Director	Executive Director
Present Position	Director and General Manager of Sales Division Toray Textiles (Thailand) Public Company Limited
Age	52 Years
Nationality	Japanese
Education Background	Bachelor Degree of Commerce, Waseda University, Japan
Training	-
Company Shareholding	None
No. of years as Director	4 Year 2 Months (as of March 31, 2025)
Work Experience	2021 - 2025 Director and Deputy General Manager of Sales Division Toray Textiles (Thailand) Public Company Limited 2020 - 2021 Associate Director and Deputy General Manager, Sales Division Toray Textiles (Thailand) Public Company Limited 2017 - 2020 Marketing Director PT Century Textile Industry Tbk 2014 - 2017 Section Manager, Woman's & Men's Wear Woven Fabrics Sect.1, Woman's & Men's wear Fabrics Dept. and Senior Staff, Global Operations Dept. Toray Industries (China) Co., Ltd.
Meeting Attendance 2024	Board of Director's Meeting 3/4 times
Remark	(A) No any position in other <u>listed company</u> (B) No any position in other <u>non-listed company</u> (C) No director or executive position in the other companies which might have conflicts of interest with the company

Profile of re-elected directors proposed to shareholders' meeting

Mr. Takahiro Hasui



Type of Director	Executive Director
Present Position	Director and General Manager of Quality Assurance Division Toray Textiles (Thailand) Public Company Limited
Age	50 Years
Nationality	Japanese
Education Background	Master Degree of Environmental Chemistry and Engineering Tokyo Institute of Technology, Japan
Training	-
Company Shareholding	None
No. of years as Director	1 Year 9 Months (as of March 31, 2025)
Work Experience	2022 - 2023 Deputy of Mill Manager of Mill No. 3 Toray Textiles (Thailand) Public Company Limited 2017 - 2022 Senior Staff Industrial Materials & Fibers Technical Sect. Textiles Technical Dept. Toray Industries, Inc.
Meeting Attendance 2024	Board of Director's Meeting 3/4 times
Remark	(A) No any position in other <u>listed company</u> (B) No any position in other <u>non-listed company</u> (C) No director or executive position in the other companies which might have conflicts of interest with the company

Profile of re-elected directors proposed to shareholders' meeting

Mr. Supol Adulsiri-ungool



Type of Director	Independent Director
Present Position	Audit Committee Toray Textiles (Thailand) Public Company Limited
Age	67 Years
Nationality	Thai
Education Background	Bachelor Degree of Law, Thammasat University Barrister-at-law, The Thai Bar Association
Training	Certificate of DCP / 2004
Company Shareholding	None
No. of years as Director	1 Year (as of March 31, 2025)
Work Experience	2019 - present Director, P.B. Asset Management Co., Ltd. 2014 - present Director, Triple P Seaside Co., Ltd. 1991 - present Director, Pongpatpan Co., Ltd 1991 - present Director, Takuapa Land Co., Ltd 1980 - 2019 Legal Department Manager General Manager and Deputy Group Manager, Administration Group Tri Petch Isuzu Sales Co., Ltd.
Meeting Attendance 2024	Board of Director's Meeting 4/4 times Audit Committee's Meeting 4/4 times
Remark	(1) No director or executive position in the other companies which might have conflicts of interest with the company (2) The following relationships with the company, head office, affiliated companies, subsidiary companies or potential juristic person(s) at present or in the past 2 years; <ul style="list-style-type: none"> - Not an executive director, officer, employee or advisor with certain salary - Not a professional service provider (such as auditor or legal advisor) - No business relationship in a significant way that may hamper his independent duties (such as buying/selling raw material/goods/service, lending or borrowing money)

Profile of re-elected directors proposed to shareholders' meeting



Mrs. Kwunjai Kiatgungwalgri

Type of Director	Independent Director
Present Position	Audit Committee Toray Textiles (Thailand) Public Company Limited
Age	48 Years
Nationality	Thai
Education Background	Master Degree of Professional Accounting University of Texas at Austin, USA
Training	SEC Approved Certified Public Account (Thailand) Certified Public Accountant (USA) Certificate of DCP / 2019 Certificate of AACP / 2020
Company Shareholding	None
No. of years as Director	4 Year 9 Months (as of March 31, 2025)
Work Experience	2008 - present Executive Director of ASV & Associates Limited 2007 - 2008 Officer, Merger & Acquisition, Governance Department The Securities and Exchange Commission, Thailand
Meeting Attendance 2024	Board of Director's Meeting 4/4 times Audit Committee's Meeting 4/4 times
Remark	(1) No director or executive position in the other companies which might have conflicts of interest with the company (2) The following relationships with the company, head office, affiliated companies, subsidiary companies or potential juristic person(s) at present or in the past 2 years; <ul style="list-style-type: none"> - Not an executive director, officer, employee or advisor with certain salary - Not a professional service provider (such as auditor or legal advisor) - No business relationship in a significant way that may hamper his independent duties (such as buying/selling raw material/goods/service, lending or borrowing money)

The nomination of the company's director

The Nominating Committee, which is to be responsible for the nomination of new directors for the Board's approval has not yet been established. However, the board of directors of the Company shall efficiently and be responsible for nominating the qualified person to be directors. In case of independent directors, the board of directors will consider the number and qualification of independent director compliance with the regulation of the Stock Exchange of Thailand.

To propose with the shareholder meeting, the principle of one-share one-vote is applied to each shareholder. The director to be appointed shall be received not less than one half of number of shares held by shareholders present and qualified to vote. At the Annual General Meeting of Shareholders, one-third of the board members shall retire and can be re-elected.

Furthermore, according to the Articles of Association No. 21, In the event of a vacancy of directorship for reason other than expiration of term of office, the Board of Directors shall elect a person possessed of qualifications and not possessed of prohibited characteristics pursuant to the law as the replacement director in the next Meeting of Board of Directors, unless the remaining term of office of the director is less than two (2) months. The replacement director may hold only for the remainder of term of office of the director whom he replaces.

The resolution of the Board of Directors pursuant to paragraph one must be supported by votes not less than three-fourths (3/4) of number of the remaining directors.

The qualification of independent director

The company has defined the definition of the board of directors as the regulation about "Independent Director" of the Office of the Securities and Exchange Commission of Thailand. The "Independent Director" of the company means a director who has the following qualifications

1. Hold shares not exceeding 1% of the total shares with voting rights of the company, its parent company, subsidiaries, associates, major shareholder or controlling parties, including shares held by related persons of such independent director.
2. Is not or has never been an executive director, employee, staff, advisor who receives fixed salary, nor controlling parties of the company, its parent company, subsidiaries, associates, same-level subsidiaries, major shareholders or controlling parties unless the foregoing status ended at least 2 years prior to the date of submitting the application to the Securities and Exchange Commission Office. The above prohibited characters shall not include the case that the independent director who has ever been a government official or advisor of the government sector that is the major shareholder or controlling party of the company;
3. Is not the person who has relationship by means of descent or legal registration under the status of father, mother, spouse, siblings and children including spouse of daughters and sons of management, major shareholder, controlling party or the person who is in the process of nomination to be the management or controlling party of the company or its subsidiary.
4. Never or used to have business relationship with the company, its parent company, subsidiaries, associates, major shareholders or controlling parties of the company in respect of holding the power which may cause the obstacle of the independent decision, including not being or never been the significant shareholder or controlling parties of any person having business relationship with the applicant, its parent company, subsidiaries, associates, major shareholders, or controlling parties of the company unless the foregoing status ended at least 2 years.
5. Never or used to be an auditor of the company its parent company, subsidiaries, associates, major shareholders, or controlling parties of the company and not the significant shareholder, controlling parties, or partner of the auditing firm which employs such auditor of the applicant, its parent company, subsidiaries, associates, major shareholders, or controlling parties of the applicant unless the foregoing status ended at least 2 years.
6. Never or used to be a professional service provider including legal service or financial advisor with received service fee more than 2 million Baht per year from the company, its parent company, subsidiaries, associates, major shareholders, or controlling parties and not the significant shareholder, controlling parties, or partner of the professional service provider, except for the exempt from the above characters for at least 2 years.
7. Not a director who is nominated to be the representative of directors of the company major shareholders, or any other shareholder related to the major shareholders.
8. Do not operate the same business and a significant competitive business with the company or subsidiaries or not a significant partner in partnership or an executive director, employee, staff, advisor who receives fixed salary or holds shares more than 1% of the total shares with voting right of other company which operates same business and be a significant competitor with the company or subsidiaries.
9. No other characters preventing the independent opinion regarding the business operation of the company.

Guideline for registration, proxy and documents to be presented to attend the shareholders meeting

The company uses the barcode system for the registration, the shareholders need to bring and invitation letter including proxy with barcode and enclosures to register.

The company has sent proxy (Form B) which Department of Business Development, Ministry of Commerce has prescribed to be used in any shareholders meeting and it provides more definite details of the authorization that shareholders can vote by agenda.

Documents to be shown before attend the meeting (up to condition)

1. Shareholder is an individual person

1.1 Attendance in person;

- a) A valid official ID card in which a photograph is shown such as personal ID card, driving license, or passport.

1.2 Attendance by proxy:

- a) Proxy form B as attached which is completely filled and signed by both the grantor (the shareholder) and the proxy; **affixed of duty stamp in the amount of 20 Baht is required.**
- b) A Certify true copy of the shareholder's official documents such as ID card, driving license or passport
- c) An original official document in which a photograph is shown of proxy such as ID card, driving license or passport.

2. Shareholder is a juristic person

2.1 Attendance by the representative (authorized director) of the shareholder:

- a) An original official documents of the authorized director such as ID card, driving license or passport.
- b) A certify true copy of the company Affidavit or Certificate of Incorporation of the shareholder showing the name of authorized director has the authority to act on behalf of the shareholder/company.

2.2 Attendance by proxy

- a) Proxy form B as attached which is completely filled and signed by both the grantor (the shareholder/authorized director) and the proxy; **affixed of duty stamp in the amount of 20 Baht is required.**
- b) A certify true copy of valid evidence of the authorized director(s) signing the Proxy Form.
- c) A certify true copy of the company Affidavit or Certificate of Incorporation of the shareholder showing the name of authorized director has the authority to act on behalf of the shareholder/company.
- d) An original official document in which a photograph is shown of proxy such as ID card, driving license or passport.

**Articles of Association
of
Toray Textiles (Thailand) Public Company Limited
(particular for the meeting of shareholders)**

**CHAPTER 5
MEETING OF SHAREHOLDERS**

35. The Board of Directors shall hold the annual ordinary meeting of shareholders within four (4) months from the date ending the account period of the Company. Other meeting of shareholders in addition to the afore-mentioned meeting shall be called 'Extraordinary General Meetings'. The Board of Directors may convene an Extraordinary General Meeting of Shareholders any time it deems expedient. Only one shareholder or shareholders holding an aggregate number of shares not less than ten (10) percent of the total number share sold may subscribe their name to a notice requesting the Board of Directors to convene an Extraordinary General Meeting of Shareholders at any time but they must also specify subject and reasons for such request in the notice. In such case, the Board of Directors must arrange for a meeting of shareholders within forty-five (45) days from the date of receipt of the notice.

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph one, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such a meeting within forty-five (45) days from the completion of the period. In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors. The Company shall be responsible for necessary expenses arising from such a meeting and reasonably provide facilitation.

In case the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph two is not formed, the shareholders as prescribed under paragraph two shall be collectively responsible to the Company for expenses arising from such a meeting.

36. In convening a meeting of shareholders, the Board of Directors shall issue a notice of meeting specifying place, date, time, agenda, and matters to be proposed to the meeting together with reasonable details by specifying expressly as to the matters proposed to the meeting for information, for approval, or for consideration, as the case may be including opinion of the Board of Directors on said matters, and send the same to the shareholders and registrar for information not less than seven (7) days before the date of the meeting. Besides, the notice of meeting shall also be announced in a newspaper for not less than three (3) days before the date of the meeting for not less than three (3) consecutive days.

37. There must be shareholders and proxies (if any) present at the meeting in a number not less than twenty-five (25) shareholders or not less than half (1/2) of the total number of shareholders and in either case such shareholders shall hold shares representing any aggregate number of shares not less than one-third (1/3) of the total number of sold shares to constitute a quorum, unless otherwise provided by the Public Limited Company Law.
38. In the event at any meeting of shareholders, upon the lapse of one (1) hour from the time fixed for the meeting commencement, the number of the shareholders present is insufficient to form a quorum pursuant to Article 37, if such meeting is convened because the shareholders have requested, it shall be cancelled. If such meeting is convened not because the shareholders have requested, it shall be reconvened and the notice of meeting shall be sent to the shareholders not less than seven (7) days in advance of the date of the meeting. In the subsequent meeting no quorum is required.
39. The Chairman of Board of Directors shall preside over the meeting of shareholders. In the event the Chairman is absent or unable to perform the duty, the Vice-chairman shall act as the meeting chairman. If a Vice-chairman does not exist or exists but unable to perform the duty, the shareholders present shall elect one shareholder to act as the meeting chairman.
40. The chairman of the meeting of shareholders has duties to conduct the meeting to be in order of the agenda as specified in the notice of meeting, unless the meeting resolves to change order of the agenda with votes not less than two-thirds (2/3) of the number of shareholders present.
41. Every shareholder has the right to attend the meeting no matter which kind of meeting at any time.
42. Every shareholder may authorize other persons as proxies to attend and vote on their behalves. The written authorization as fixed by the Registrar shall be submitted to the chairman or the person designated by the chairman at the place of the meeting before the proxy attends the meeting.
43. In voting, no matter by which means, one (1) share is regarded as one (1) vote. A shareholder shall have the votes equal to the number of shares held by such shareholder. Any shareholder who has special interest in any matter shall have no right to vote on such matter, except in the election of directors.

Voting that is regarded that one (1) share has one (1) vote shall not apply to the case where the Company has issued preference shares and has designated that they are entitled to voting right less than or more than that of ordinary shares.
44. Unless otherwise provided by the Public Limited Company Law, the relevant regulation or this Articles of Association, a resolution of the meeting of shareholders shall be supported by the majority of votes of the shareholders attending the meeting with voting rights. In the event of a tie vote, the meeting chairman shall have the casting vote.

45. Business to be transacted in the annual general meeting of shareholders at least shall have the following matters:
- (1) To acknowledge the annual report of the Board of Directors
 - (2) To approve the Balance Sheet and Profit & Loss Account.
 - (3) To approve the allocation of the profit.
 - (4) To elect directors in replacement of directors who retiring by rotation and to fix their remuneration.
 - (5) To appoint the auditor and to fix the auditing remuneration.
 - (6) To consider other business (if any)
46. The Board of Directors shall be responsible for recording and reporting of meeting minutes for annual general shareholder meetings, extraordinary general shareholder meetings and the Board of Directors' meeting in both Thai and English versions.

Map of Grande Centre Point Lumphini Hotel MRT Exit 1A/1

Grande Centre Point

LUMPHINI • BANGKOK

The map shows the location of Grande Centre Point Lumphini Hotel at the intersection of Rama 4 Road and Thungmahamek Road. Key landmarks include Lumphini Park, King Chulalongkorn Memorial Hospital, and several MRT stations (Si Lom, Phloen Chit, Nana, Asok, Sukhumvit, Toei). Major roads like Rama 1, Rama 2, Rama 3, Rama 4, and Rama 9 are also depicted.

☎ : +66 2 481 5888

📘 : @gcplumphini

📠 LINE : @gcplumphini

📷 : grandecentrepoint.lumphini

✉ : lumphini@gcphotels.com

🌐 : grandecentrepointlumphini.com

📍 1188 Grande Centre Point Lumphini Building,
Rama 4 Road, Thungmahamek, Sathon,
Bangkok 10120, Thailand



Location



TORAY
Innovation by Chemistry

Toray Textiles (Thailand) Public Company Limited

5th Floor, Bubhajit Building, 20 North Sathorn Road, Silom, Bangrak, Bangkok 10500

Tel : 0-2266-6600-3

Fax : 0-2238-3957-8

<https://www.toray.co.th/en/ttt>