



บริษัท ยูเนี่ยนอุตสาหกรรมสิ่งทอ จำกัด (มหาชน)

Union Textile Industries Public Company Limited

สำนักงาน และโรงงาน 205 หมู่ 4 ถนนสุขุมวิท กม. 39.5 ตำบลบางปูใหม่ อำเภอเมืองสมุทรปราการ จังหวัดสมุทรปราการ 10280 โทร. 0 2323 1085..87 โทรสาร: 0 2323 9283
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[Translation]

April 23, 2019

Subject : Notification on the Resolutions of the 26th Annual General Meeting of the Shareholders

To : The Director and Manager

The Stock Exchange of Thailand

The resolutions of the 26th Annual General Meeting of the Shareholders of Union Textile Industries Public Company Limited (UT) held on April 23, 2019 at 10.30 a.m., at the Meeting room, 9th Floor of Saha-Union Building, No. 1828 Sukhumvit Road, Phrakhanong Tai, Phrakhanong, Bangkok, were as follows :-

1. The Meeting certified the 25th Annual General Meeting of the Shareholders.

The votes were 50,292,600 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot 0 vote.

Remark: In this session, there was 1 additional attendant with 1,000 shares.

2. The Meeting acknowledged the Board of Directors' Report on the Past Year Performance.

3. The Meeting endorsed the Balance Sheet and Statements of Profit and Loss or Financial Statements for the year ending December 31, 2018.

The votes were 50,292,600 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot 0 vote.

4. The Meeting resolved to suspend the 2018 dividend payments to the Common Shareholders as the Company still carried over an accumulated loss. In line with the Company's Regulations, Preferred Shareholders who were entitled to a 14% per annum dividend, the 2018 rightful dividends were to be accumulated and carried over for a period of not exceeding 7 years.

The votes were 50,292,600 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot 0 vote.

5. The Meeting resolved to nominate the entire Board of Directors.

The votes were 50,292,600 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot 0 vote.

6. The Meeting approved to nominate the 3 Directors who were due to retire for another term.

1. Mrs. Oranuj Soongswang

2. Mr. Chutindhon Darakananda

3. Mr. Preecha Wattanasaranont

The votes were 50,292,600 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot 0 vote.

7. The Meeting approved to define the following authorities of Directors:- “Two Directors co-sign and affix the Company’s seal, excluding Mrs.Oranuj Soongswang, Mr.Pilastpong Subsermsri and Mr. Preecha Wattanasaranont, the Audit Committee and/or the Independent Directors”.
The votes were 50,292,600 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot 0 vote.
8. The Meeting approved to fix the 2019 Directors’ remuneration at an amount not exceeding Baht 1,500,000 per year (identical to the year 2018). The Board of Directors were assigned to handle its proper allocations.
The votes were 50,292,600 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot 0 vote.
9. The Meeting approved the appointment of Mrs. Poonnard Paocharoen Certified Public Accountant No. 5238 (5th year Certified Public Accountant) or Mr. Khitsada Lerdwana Certified Public Accountant No. 4958 or Mr. Termphong Opanaphan Certified Public Accountant No. 4501 or Ms. Vissuta Jariyathanakorn Certified Public Accountant No. 3853 of EY Office Limited as the Company 2019 Auditors. The remuneration for auditing the Company’s accounts including the reviewing of the 3 quarterly Financial Statements would be Baht 1,190,000, which is Baht 90,000 higher than the amount paid in 2018. There were no other service charges.
The votes were 50,292,600 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot 0 vote.
10. The Meeting approved the amendments to Article 34 of the Company’s Articles of Association by replacing the existing text with the one as proposed.

Existing Article	Amended Article being proposed
<p>Article 34 <u>The shareholders holding not less than one fifth of the aggregate number of shares sold, or not less than 25 shareholders holding not less than one tenth of the aggregate number of the shares sold,</u> may at any time request in writing that the Board of Directors summons an extraordinary meeting, provided that the reasons for summoning such meeting be clearly stated in such request. In this regard, the Board of Directors shall summon a shareholders’ meeting to be held <u>within 1 month from the date of the receipt of the request from the shareholders.</u></p>	<p>Article 34 <u>One or more shareholders holding not less than ten percent of the aggregate number of shares sold may, by subscribing their names,</u> may at any time request in writing that the Board of Directors summons an extraordinary meeting, provided that the reasons for summoning such meeting are clearly stated in such request. In this regard, the Board of Directors shall summon a shareholders’ meeting to be held <u>within forty-five days from the date of the receipt of the request from the shareholders.</u></p> <p><u>In case the Board of Directors fails to arrange for the meeting within the specified period under paragraph one, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves summon the meeting within forty-five days from the date of expiration of</u></p>

the period under paragraph one. In such case, the meeting is deemed to be a shareholders' meeting called by the Board of Directors and the Company shall be responsible for relevant expenses incurred in the course of convening such meeting and also provide appropriate facilitation.

In case the number of shareholders present at any meeting summoned by the shareholders under paragraph two does not constitute a quorum as prescribed in the Article 36, the shareholders under paragraph two shall jointly compensate the Company for the expenses incurred in holding such meeting.

The votes were 50,292,600 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot 0 vote.

The Minutes of the 26th Annual General Meeting of the Shareholders would be finished and delivered to The Stock Exchange of Thailand (SET) within 14 days following the Meeting date (according to the regulations of SET), and disclosed on the Company's website (www.ut.co.th) from 3 May, 2019.

Please be informed accordingly.

Yours sincerely,

- Signature -

Mrs. Pimporn Chotirattanakul

Managing Director

