

## **Shareholder Registration, Proxy Appointment, and Voting Rules and Regulations**

For the Annual Shareholders Meeting 1/2014 to proceed smoothly and efficiently, please observe the following:

### **1) Registration**

Shareholder Meeting registration starts at 13:00 onwards, which each shareholder will receive voting cards for each agenda present.

### **2) Shareholder Attending in Person**

- 2.1) For Thai Citizens, please present your National Identification Card or Government Official card.
- 2.2) For Permanent Residents, please present your Permanent Resident Identification Card or Passport or documents in place of Passport.
- 2.3) In case of name change, please provide document evidence of the change.

### **3) Proxy Appointment**

- 3.1) A proxy attending the meeting in place of the shareholder, must present the proxy form with tax stamp and seal of 20 baht during registration.
- 3.2) The shareholder can use one of the following forms:
  - Form A:** The shareholder gives the proxy person rights to vote freely.
  - Form B:** The shareholder gives the proxy person rights to vote according to what the shareholder have decided.
- 3.3) If more than one person is listed as a proxy, only 1 person can be the proxy and vote.
- 3.4) The shareholder must give the proxy person the voting right to all shares held, not part of the shares.

### **Documents for Proxy**

- 1) For Thai Citizen Proxy  
Copy of National Identification Card or Copy of Government Official Card of Shareholder with approval signature.
- 2) For Permanent Resident Proxy  
Copy of Permanent Resident Card or Copy of Passport or Copy of documents in place of Passport of Shareholder with approval signature.
- 3) For Proxy Representing Thai Entity

Copy of Ministry of Commerce document with company seal and authorized signature issued within 1 year, plus a copy of the National Identification Card or a copy of the Government Official Card of the proxy person.

- 4) For Proxy Representing Foreign Entity  
Proxy form must be from an authorized person of the entity with complete signature and company seal, done in the presence of a notary public or other agencies similar to the notary public in their respective country. The proxy form must then be presented to an official of the Embassy of Thailand or someone with similar authority to notarize the proxy form again before the proxy can represent the foreign entity.

#### **Appointing Directors as Proxy**

Shareholders can appoint Directors as Proxy as follow:

- 1) Complete either Form A or Form B with the following Directors:
  - 1.1) Mr. Preecha Chaipromprasith  
115 Soi Nomchit, Naret Road, Sri Phraya, Bangrak, Bangkok 10500.
  - 1.2) Mr. Korn Sereerojanasiri  
101/36 Soi Suanplu, South Sathorn Road, Thung Mahamek, Sathorn, Bangkok 10120.
- 2) Send the completed form to the Company at least 3 days before the shareholders meeting by the following method:
  - 2.1) Send mail to:  
Mr. Narong Piriya-prinsakul  
Thai Textile Industry Public Company Limited, 385 Soi Bang Make Khao, Sukhumvit Road Km 30.5, Samutprakarn 10280.
  - 2.2) Fax to 0-2389-2298, 0-2387-1983, attention to Mr. Narong Piriya-prinsakul, and send original documents by mail accordingly as per point 2.1

#### **4) In case the shareholder is deceased**

The attorney representing the deceased can attend the meeting in person or a proxy with the court's appointment of no more than 6 months to represent the deceased can attend the shareholder meeting.

#### **5) In case the shareholder is a minor**

The parents or guardian can attend the shareholder meeting in person or a proxy with housing document of the minor can attend the shareholder meeting.

## **6) In case the shareholder is incapacitated**

The nurse or caretaker can attend the shareholder meeting in person or a proxy with a court's appointment, of no more than 6 months, to be the nurse or the caretaker can attend the shareholder meeting.

## **7) Voting**

- 1) Voting is done with the voting card distributed to the person attending the meeting with 1 share having 1 vote. The result of the vote is concluded as follow:
  - 1.1) In normal case, majority vote is the decision of the shareholders. If there is a tie, then the Chairman of the Shareholder Meeting will have the final vote.
  - 1.2) In other case, rules and regulations will stipulate the result and the Chairman of the Shareholder Meeting will inform the shareholders as such before the final vote is made.
- 2) In accordance with the Company's policy no. 18, one share will equal one vote for the voting of re-instatement of the Directors who have completed their terms.
- 3) Those with conflict of interests will have to abstain from voting on the particular agenda and may be asked by the Chairman of the Shareholder Meeting to temporarily leave the meeting during the voting session.
- 4) In voting, a shareholder can only vote for, against, or abstain.