



THAI TEXTILE INDUSTRY PUBLIC COMPANY LIMITED

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12 March 2015

RE: Invitation to the Shareholder Meeting No. 1/2015

Attention: Shareholders

Enclosed with the Invitation:

- 1) Registration Form
- 2) 2 Proxy Forms
- 3) Company policies concerning the Shareholder Meeting
- 4) Company policies concerning Shareholder Registration, Proxy Appointment, and Voting Rules during the Shareholder Meeting
- 5) Copy of minutes from the Shareholder Meeting No. 1/2014
- 6) 2014 Annual Report in CD-ROM
- 7) Reference Memorandum for Agenda 4 (Dividend Payment History)
- 8) Reference Memorandum for Agenda 5
 - a. Director's information
 - b. Company policies concerning Board of Directors
 - c. Information on Independent Directors
 - d. Criterias for Director Selection
- 9) Reference Memorandum for Agenda 6 (Remunerations for the Directors)
- 10) Reference Memorandum for Agenda 7 (Remunerations for the Auditors)
- 11) Map to Shareholder Meeting location

The Board of Directors met on Tuesday, 24 February 2015, and set the Shareholder Meeting No. 1/2015 to be on Tuesday, 28 April 2015, at 14:00, at the Crowne Plaza Bangkok Lumpini Park Hotel, Silom Room, Rama 4 Road, Suriyawong, Bangrak, Bangkok, with the following agendas:

Agenda 1: Evaluate and Approve the General Shareholder Meeting 1/2014 Minutes of Thursday, 24 April 2014.

Reference Documents: Enclosed with Invitation item 5

Board of Directors' Opinion: Shareholders approve the minutes.

Agenda 2: Board of Directors presents the Company's performance for fiscal year 2014.

Board of Directors' Opinion: Shareholders acknowledge the Company's performance for fiscal year 2014.

Agenda 3: Evaluate and approve the Balance Sheet and Statement of Income of fiscal year 2014.

Reference Documents: Enclosed with Invitation item 6 and additional documents will be given out during the meeting day.

Board of Directors' Opinion: Shareholders acknowledge the Budget and Financial Statement of fiscal year 2014.

Agenda 4: Evaluate and Approve the Profit Sharing and Dividend Payout of fiscal year 2014.

Reference Documents: Enclosed with Invitation item 7.

In 2014, the Company had net profit of 82,147,097 baht, which the shareholders should approve the profit sharing with the dividend payment of 1 baht per share for a total of 50,000,000 baht, to be paid on Wednesday, 27 May 2015.

Agenda 5: Evaluate and vote Directors to replace those Directors retiring by rotation.

Reference Memorandum: Enclosed with Invitation item 8

Board of Directors' Opinion: According to the Company's policy, the following 5 Directors have completed their terms and are required to leave office:

- | | | |
|--------------------|-----------------|----------------------|
| 1) Mr. Chuang | Kullawanwichit | Executive Director |
| 2) Mr. Preecha | Chaiptomprasith | Independent Director |
| 3) Mr. Suchart | Chantanakaracha | Director |
| 4) Prof.Dr. Somsak | Chaiyapinunt | Director |
| 5) Miss Naruemon | Worarittichai | Director |

The Board of Directors concur with the Nomination Committee Directors that the 5 Directors are knowledgeable and experienced in the textile industry; therefore, should re-instate the above Directors back into office.

Agenda 6: Evaluate and approve on the Remuneration of Directors.

Reference Memorandum: Enclosed with Invitation item 9.

Board of Directors' Opinion: The shareholders should approve the Remuneration for Directors as follow:

- 1) Board of Directors Bonus – 1,000,000 baht
- 2) Directors Meeting Remuneration – 5,000 baht /person/month
- 3) Audit Committee Remuneration – 10,000 baht/person/month

Agenda 7: Evaluate and vote on Audit Committee and the Remuneration Amount

Reference Memorandum: Enclosed with Invitation item 10

Board of Directors' Opinion: The shareholders should approve to appoint Mr. Pradit Rodloytuk and Ms. Nongram Laohahareedilok of AST Master Company Limited as the auditors of the company, by allowing either person to be the auditor and certify the Company's Financial Statement with remuneration of 750,000 baht per year, according to the Audit Committee's opinion.

Agenda 8: Evaluate Others agendas (if any)

The Company will finalize the list of Shareholders (Record Date) eligible to attend the Shareholders Meeting No.1/2015 and with the right to receive dividend payment of 2014 on Tuesday, 24 March 2015, by halting stock trade and closing the registration book on Wednesday, 25 March 2015, in accordance to statute 225 of the Securities and Stock Exchange Regulations 1992.

The eligible Shareholders on Record Date will receive the dividend payment of 2014 according to the Shareholder's decision agreed upon in Agenda 4.

All shareholders are invited to attend the meeting on the date, time, and location as specified above by filling out the registration form (enclosed document 1). For proxies, please prepare proxy documents (enclosed document 2) for presentation when attending the meeting.

Sincerely,



Mr. Chuang Kullawanwichit
Director and Secretary of the Board
By Order of the Director of the Board Of Directors