

Reference Memorandum for Agenda 5

Information on Independent Directors of Thai Textile Industry Public Company Limited

Director Structure

According to the Stock Exchange of Thailand to have at least one third of the Directors to be Independent, non-related, from the total number of Directors, the Company have followed the rules and regulations by having 4 Independent Directors out of the total 10 Directors.

Criteria for Independent Directors

The Company have set the criteria for individuals to be an Independent Director as follow:

- 1) Hold no more than 1% of all shares with voting rights of the Company, Subsidiary Company, and Related Company within the past 2 years.
- 2) Not an Executive Director responsible for Company management, employees, and consultant with monthly salary at the Company, Subsidiary Company, and Related Company.
- 3) Not legally related in any way to the other another Executive Director, major shareholder, or Managing Director of the Company, Subsidiary Company, and Related Company.
- 4) Not an individual with business relations, such as consultant, or auditor, or technician with service fees over 2 Million Baht, or doing important business with the Company within the past 2 years.
- 5) Not a representative of the Directors, Shareholders, and anyone related to the Major Shareholders.
- 6) No obstacle to giving an independent opinion.
- 7) Can participate in the decision making of the Committee
- 8) Not involved in a business similar to the Company that will be competitive with the Company, Subsidiary Company, and Related Company.