

- Translation -

Lor khor. 8/2563

27 April 2021

Subject : Report on the resolution of the 46th Annual General Meeting of Shareholders.

To : President of The Stock Exchange of Thailand

The 46th Annual General Meeting of Shareholders of Textile Prestige Public Company Limited on Tuesday, April 27, 2021 at 10.00 at Chao Phraya Room 2, Montien Riverside Hotel, 372 Rama 3 Road, Khwang Bang Khlo, Khet Bang Kho Laem, Bangkok. There was a resolution on each agenda as follows:

1. Certification of the minutes of the Extraordinary Meeting of Shareholders no. 1/2563, The resolution adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows:

Approved	91,962,922 votes	or	100 %
Disapproved	None	or	0 %
Abstained	None	or	0 %
Invalid ballots	None	or	0 %

2. The meeting acknowledged of the Report of the Board of Directors for the past year.

3. Approval of the Financial Statements as of 31 December 2020. The resolution was adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows:

Approved	91,962,922 votes	or	100 %
Disapproved	None	or	0 %
Abstained	None	or	0 %
Invalid ballots	None	or	0 %

4. Approval of the allocation of profit and dividend payment as follows:

4.1 Legal reserve is fully reserved.

4.2 General reserve: not reserved.

4.3 Dividend payment: approval to pay dividend for the year 2020, at the rate of 0.60 Baht per share (Sixty Satang), Total of 64,800,000 Baht (Sixty-four million and eight hundred thousand Baht), which is paid from the retained earnings of 20 percent corporate tax-paid business.

The record date to determine the names of shareholders, who are eligible to receive the dividend is on 11 May 2021. The dividend payment will be made on 25 May 2021.

The resolution was adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows:

Approved	91,962,922 votes	or	100 %
Disapproved	None	or	0 %
Abstained	None	or	0 %
Invalid ballots	None	or	0 %

5. Approval of the Election the company directors to replace those who retire by rotation. The resolution was adopted as follows:

Name	Approved		Disapproved		Abstained		Invalid ballots	
	Vote(s)	% *	Vote(s)	% *	Vote(s)	% *	Vote(s)	% *
5.1 Mr. Manu Leelanuwatana	91,962,912	100	10	0	None	0	None	0
5.2 Mr. Chanin Ratanavijai	91,962,922	100	None	0	None	0	None	0
5.3 Dr. Utid Tamwatin	91,962,922	100	None	0	None	0	None	0

Note * Representing the total votes of Shareholders attending the meeting and having the rights to vote.

6. Approval an increase number of directors and appoint new directors from 9 persons to 11 persons by appoint 2 new directors, The resolution was adopted as follows:

Name	Approved		Disapproved		Abstained		Invalid ballots	
	Vote(s)	% *	Vote(s)	% *	Vote(s)	% *	Vote(s)	% *
6.1 Mr. Koravit Narongkananukul	91,962,922	100	None	0	None	0	None	0
6.2 Assoc. Prof. Dr. Supachet Chansarn	91,962,922	100	None	0	None	0	None	0

Note * Representing the total votes of Shareholders attending the meeting and having the rights to vote.

Accordingly, The Board of Directors for 2021 comprising 11 members as follows:

- Mr. Manu Leelanuwatana
- Mr. Suchai Narongkananukul
- Mr. Arnut Rattanapathimakorn
- Mr. Chanin Ratanavijai
- Mr. Somnuek Thungpukdee
- Mr. Koravit Narongkananukul
- Miss. Sirikul Dhanasarnsilp
- Mr. Padoong Techasarintr
- Dr. Utid Tamwatin
- Assoc. Prof. Krisada Visavateeranon
- Assoc. Prof. Dr. Supachet Chansarn

Whereby one-third of the total Board Members are Independent Directors. The 4 Independent Directors are Mr. Padoong Techasarintr, Dr. Utid Tamwatin, Assoc. Prof. Krisada Visavateeranon and Assoc. Prof. Dr. Supachet Chansarn which all 4 persons are also members of the Audit Committee of the Company.

7. Approval of the remuneration of directors for the year 2021 at the amount not exceeding of 12,000,000.-Baht per year (Twelve million Baht) and assigned the Remuneration Committee to further allocate said remuneration to the directors. The remuneration details were as follow:

Remuneration	Chairman	Director
1. Annual remuneration	paid to all directors, based on the consideration by the Remuneration Committee.	
2. Meeting allowance : paid to person attending the meeting.		
• For The Board of Directors	12,000.- Baht/ times	10,000.- Baht/times
• For The Audit Committee, The Nomination Committee, The Remuneration Committee, The Corporate Governance and Risk Management Committee.	10,000.- Baht/ times	8,000.- Baht/times
• For The Audit Committee (Quarterly)	60,000.- Baht/ times	30,000.- Baht/ times
3. Other Benefits	- None -	

Whereas above remuneration criteria need to receive the approval by the Board of Directors, and not exceed the budget amount approved by the shareholders' meeting.

The resolution was adopted unanimously out of the total votes of the shareholders attending the meeting as follows:

Approved	91,962,922 votes	or	100 %
Disapproved	None	or	0 %
Abstained	None	or	0 %
Invalid ballots	None	or	0 %

8. Approval of appointment of the Auditors for the year 2021 from ASV & Associates Limited as follows :

- 8.1 Mr. Prasitporn Kesama, certified public accountant no. 9910 or
8.2 Mr. Satis Kiatgungwalgri, certified public accountant no. 9760 or
8.3 Mr. Anusorn Kiatgungwalgri, certified public accountant no. 2109 or
8.4 Ms. Kwunjai Kiatgungwalgri, certified public accountant no. 5875

Providing one of the proposed auditors the authority to audit and certified the financial statements of the company, whereas audit fees and other fees of 1,000,000.-Baht (One million Baht). The resolution was adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows:

Approved	91,962,922 votes	or	100 %
Disapproved	None	or	0 %
Abstained	None	or	0 %
Invalid ballots	None	or	0 %

9. Approval the change of the Company's name, Securities Symbol and amendment to Company's Memorandum of Association Clause 1. Company name as follow:

9.1 The Company's name and Securities Symbol

	Company's name (Thai)	Company's name (English)	Securities symbol
Former	บริษัท เท็กซ์ไทล์เพรสทีจ จำกัด (มหาชน)	Textile Prestige Public Company Limited	TPCORP
New	บริษัท ทีพีซีเอส จำกัด (มหาชน)	TPCS Public Company Limited	TPCS

9.2 Amendment to Company's Memorandum of Association Clause 1. Company name



From	The Company's name	"บริษัท เท็กซ์ไทล์เพรสทีจ จำกัด (มหาชน)"
	name in English as	"Textile Prestige Public Company Limited"
<u>Change to</u>	The Company's name	"บริษัท ทีพีซีเอส จำกัด (มหาชน)"
	name in English as	"TPCS Public Company Limited"

The resolution was adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows:

Approved	91,962,922 votes	or	100 %
Disapproved	None	or	0 %
Abstained	None	or	0 %
Invalid ballots	None	or	0 %

10. Approval the change of the Company's logo and the Company's Stamp as follow:

	Former	New
Company's logo		 <p>and/or</p>  <p><i>(Font color depends on the background color)</i></p>



	Former	<u>New</u>
Company's Stamp	 <p>(The Company's Stamp is red)</p>	 <p>(The Company's Stamp is red)</p>

The resolution was adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows:

Approved	91,962,922 votes	or	100 %
Disapproved	None	or	0 %
Abstained	None	or	0 %
Invalid ballots	None	or	0 %

11. Approval the amendment of the Company's Articles of Association Clause 1., Clause 2., Clause 61. and Clause 62. The name of the company and the seal of the company as follow:

	Present Company's Articles of Association	<u>Amendment</u> Company's Articles of Association
Clause 1.	These Articles shall be called the Articles of Association of TEXTILE PRESTIGE PUBLIC CO., LTD.	These Articles shall be called the Articles of Association of TPCS PUBLIC CO., LTD.
Clause 2.	The term "Company" in these Articles of Association shall mean TEXTILE PRESTIGE PUBLIC CO., LTD.	The term "Company" in these Articles of Association shall mean TPCS PUBLIC CO., LTD.
Clause 61.	Those agendas or approval which the shareholders of TEXTILE PRESTIGE CO., LTD. has defined or approved to the Board of Directors prior to this Articles become effective, and as far as unpolished or uncontradicted to this Articles herein law regarding the subject of Public Company Limited shall become effective till this Articles has been amended otherwise.	Those agendas or approval which the shareholders of TPCS PUBLIC CO., LTD. has defined or approved to the Board of Directors prior to this Articles become effective, and as far as unpolished or uncontradicted to this Articles herein law regarding the subject of Public Company Limited shall become effective till this Articles has been amended otherwise.

	Present Company's Articles of Association	<u>Amendment</u> Company's Articles of Association
Clause 62.	<p>The company's stamp shall be applied by this seal affixing as below:</p>  <p style="text-align: center;"><i>(The Company's Stamp is red)</i></p>	<p>The company's stamp shall be applied by this seal affixing as below:</p>  <p style="text-align: center;"><i>(The Company's Stamp is red)</i></p>

In addition, the shareholders' meeting is requested to authorize the authorized directors of the company or the person assigned by the authorized directors of the company to amend any statement according to the advice, opinion or order of the Registrar or any other relevant government agency.

The resolution was adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows:

Approved	91,962,922 votes	or	100 %
Disapproved	None	or	0 %
Abstained	None	or	0 %
Invalid ballots	None	or	0 %

12. Other matters (if any) – none –

Please be informed accordingly.

Your Sincerely,

.....*Mr.Chanin Ratanavijai*.....

(Mr.Chanin Ratanavijai)

Director and Corporate Secretary