



บริษัท ไทยรับเบอร์ลาเท็กซ์กรุ๊ป จำกัด (มหาชน)

THAI RUBBER LATEX GROUP PUBLIC COMPANY LIMITED

สำนักงานใหญ่ : เลขที่ 99/1-3 หมู่ที่ 13 ถนนบางนา-ตราด กม.ที่ 7 ตำบลบางแก้ว อำเภอบางพลี จังหวัดสมุทรปราการ 10540

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No gift

(Translation)

November 30, 2020

- Subject :** Invitation to the Extraordinary General Meeting of Shareholders 2020
- To :** Shareholders of Thai Rubber Latex Group Public Company Limited
- Enclosures :**
1. Copy of the minutes of the Annual General Meeting of Shareholders No.1/2020
 2. Information Memorandum to buy all the shares held by the shareholders of Phoenix Rubber Products Co., Ltd.
 3. Articles of Association pertaining to Shareholders Meeting
 4. Registration Form
 5. Documents or evidence required to prove the identity of the Shareholder or the Shareholder's representative in order to attend the meeting
 6. List of the Independent Directors proposing to serve as proxy to attend the Shareholders' Meeting
 7. Proxy (Form B)
 9. Map of the meeting venue

The Board of Directors' Meeting No.7/2020 of Thai Rubber Latex Group Public Company Limited held on November 12, 2020 has resolved to hold the Extraordinary General Meeting of Shareholders 2020 on **Wednesday, December 30, 2020 from 9.00 – 12.00 am.**, at Paknam - Aowthai Room, Koon Hotel 998, 10th Village, Bearing 34 Alley, Sukhumvit 107 Road, Samrong Nuea Sub-district, Mueang District, Samut Prakan Province 10270. Thailand. with the agendas as follows;

Agenda 1 Considering certify the minutes of the Annual General Meeting of Shareholders No.1/2020 held on July 29, 2020

Fact and Reason : The Annual General Meeting of shareholders No.1/2020 was held on July 29, 2020 and the minutes of the meeting were submitted to the Stock Exchange

of Thailand and the Ministry of Commerce according to the timing requirement of the laws and posted on the Company's website. Details of the minutes are presented in Enclosure 1.

The Board's opinion : The Board of Directors has the opinion that the Minutes of the Annual General Meeting of shareholders No.1/2020 are correct and completed. Therefore, the Board would like to propose the 2020 Annual General Meeting of shareholders to certify the minutes.

Agenda 2 Considering of Approval to buy all the shares held by the shareholders of Phoenix Rubber Products Co., Ltd., a rubber glove manufacturer renting the factory and machines from Thai Rubber Latex Group PCL.

Fact and Reason : Phoenix Rubber Products Company Ltd. is a manufacturer of rubber gloves. Medical and general purpose type for domestic and export market. TRUBB is currently renting the building, machines and necessary rubber glove production equipment to Phoenix as TRUBB sees a growth opportunity in the rubber glove production business due to the increased demand during the COVID-19 situation and the increasing health care awareness of the citizens, including an export opportunity, apart from the fact that the raw material rubber is provided by TRUBB, which will eventually add value to the latex business chain of TRUBB in Enclosure 2.

The Board's and the Audit Committee opinion : require the management to recruit a financial advisor company to do due diligence to verify the status of Phoenix company before taking it for approval at the shareholders' meeting.

Agenda 3 Considering of Approval to issue common stocks to raise the fund of Worldflex PCL for the directors and employees of Worldflex PCL (ESOP), and for the directors of Thai Rubber Latex Group PCL (Management TRUBB).

Fact and Reason : At par 1.00 baht per share lowering than market price evaluated by Optasia Capital company limited, which equals to 2.23 baht per share, for 13,400,000 shares and allocating to patrons of the Company which is the World Flex's ex-director for 800,000 shares. In total, newly issued share equals to 14,200,000 shares. Total of 14,200,000 shares is capital increase from the original registered capital of 308,000,000 baht to 322,200,000 baht at a par value of 1 baht per share in accordance with the announcement of the board of directors of the SET No. Thor Chor. 32/2551.

This agenda will be presented to the shareholder meeting for approval.

| Number | Position | Number of people (people) | Number of shares (shares) | Ratio |
|---------------------------|--|---------------------------|---------------------------|---------|
| 1 | Ex-executive (TRUBB)* | 4 | 800,000 | 5.63 % |
| 2 | Director** | 5 | 9,322,000 | 65.65 % |
| 3 | Management team** | 22 | 2,550,000 | 17.96 % |
| 4 | Employee with working age > 5 years** | 47 | 235,000 | 1.65% |
| 5 | Employee with working age > 8 years** | 12 | 84,000 | 0.59% |
| 6 | Employee with working age > 10 years** | 23 | 227,000 | 1.60% |
| 7 | Employee with working age > 15 years** | 42 | 622,000 | 4.38% |
| 8 | Bangna office with working-age exceeding 3 years** | 8 | 360,000 | 2.54% |
| Number of shares in total | | 163 | 14,200,000 | 100% |

* the directors of TRUBB who were directors of Worldflex PCL in the past.

** Directors and employees of WFX PCL

The Board's opinion : The Board of Directors has the opinion to propose the shareholders meeting to issue common stocks to raise the fund of Worldflex PCL for the directors and employees of Worldflex PCL (ESOP), and for the directors of Thai Rubber Latex Group PCL (Management TRUBB).

Agenda 4 Considering of Approval to approve issuing fundraising common stocks to the directors, management and employees allocated individually more than 5% of the shares issued this time.

Fact and Reason : Issuing fundraising common stocks to the directors, management and employees allocated individually more than 5% of the shares issued this time are as follows;

1. Mr. Chawalit Tiyadechachai Director, Executive director, Chairman of the executive directors in World Flex Public Company Limited.

- Number of allocated shares 7,022,000
- Percentage of the allocated-share 49.45

2. Mr. Nat Vongsasutthikul Director, Executive director, Managing director in World Flex Public Company Limited.

- Number of allocated shares 800,000
- Percentage of the allocated-share 5.63

The Board's opinion : The Board of Directors has the opinion to propose the shareholders meeting As chief executives of the company are well- knowledgeable people in company's business and they play important role in company's success. Moreover, they incentivize personnel to get involve in creating value-added to the company in the future.

Agenda 5 Consider other issues (if any).

The Company would like to inform that the Record Date for the right to attend the Extraordinary General Meeting of Shareholders will be on November 27, 2020 (Record Date) and relevant information including the proxy forms in both Thai and English language are available at www.thaitex.com.

If you would like to authorize the proxy to attend the meeting, the Company recommends using Proxy Form B (The form clearly specifies certain items and authority to be delegated to the Proxy, see **Enclosure 7**). However, Proxy Form A (a general and simple Proxy Form) and Proxy Form C (The form for foreign shareholders who have custodian in Thailand only) are available on the Company's website for further use as the shareholders deem appropriate. If you would like to authorize the Company's independent directors to be the Proxy, please see **Enclosure 6** for List of the independent directors proposing to serve as proxy to attend the shareholders' meeting.

Therefore, all shareholders are invited to attend the meeting on **December 30, 2020 from 9.00 – 12.00 am.**, at Paknam - Aowthai Room, Koon Hotel 998, 10th Village, Bearing 34 Alley, Sukhumvit 107 Road, Samrong Nuea Sub-district, Mueang District, Samut Prakan Province 10270. Thailand. A shareholder or a proxy may register and submit the required documents or evidence for inspection at the meeting from 8.00 a.m. in order to facilitate the registration process at the meeting. The shareholders or their proxy are kindly requested to bring with them and present to the registration staff on the date of the meeting the registration form (**Enclosure 4**), together with the identification documents (see **Enclosure 5**).

Please be informed accordingly.

Yours sincerely,


(Mr.Vorathep Wongsasuthikul)

Chairman



(Ms. Chalongkwan Wongsasuthikul)

Company Secretary

Recorded the minutes of the meeting