

February 22<sup>th</sup>, 2019

Subject : Approval Company's financial statement, The 2019 Annual General Meeting of Shareholders Date and Dividend Payment

To: President,  
The Stock Exchange of Thailand

The Board of Directors' Meeting No.1/2019 of Thai Rubber Latex Corporation (Thailand) Public Company Limited ("the Company") held on February 22, 2019 has resolved as follows:

1. Appointment of new remuneration committee replacing director
  - Expire from term of director : Mr. Vorathep Wongsasuthikul
  - Resignation of the director : Mr. Pakhawat Kovithvathanaphong

Appointment of new remuneration committee

1. Mr. Vorathep Wongsasuthikul
  2. Mr. Surabhon Kwunchaithunya
- effective since February 22<sup>th</sup>, 2019

2. Acknowledge the retirement from the director of the company of the following 3 directors of the company;

- |                                |   |
|--------------------------------|---|
| 1) Mr. Vorathep Wongsasuthikul | Chairman  |
| 2) Mr. Yanyong Tawarorit       | Independent Director and<br>Chairman of the Audit Committee   |
| 3) Mr. Somkad Sueptrakul       | Independent Director, Member of the<br>Audit Committee and Member of the<br>Risk Management Committee |

the Board of Directors' Meeting approved to propose to the shareholders meeting of the company to consider and approve to re-appoint the following 3 persons to be the directors of the company for another term.

3. Approved the audited (consolidated) financial statement for the fiscal year ended as at Dec 31, 2018

4. Approved dividend payment for the operations from 1 January 2018 to 31 December 2018 to shareholders proposing to pay 0.01 per share in total, totaling 6.8 million Baht, because of the operating profit in 2018's performance, net profit 38.6 million Baht. The Company sets the record date to determine the list of shareholders entitled to receive dividend on March 26, 2019. The date of dividend payment shall be made on May 22, 2019. Nevertheless, the dividend payment of the Company is subject to the approval from the Annual General Meeting of Shareholders.

5. The board approved the remuneration rate of the year 2019 to be same as last year's rate which is in the budget of 8 million baht.

6. The Annual General Meeting of Shareholders No.1/2019 should be held on April 26, 2019 from 9.00 am at the Suanluang Ballroom on the 1<sup>st</sup> floor of Novotel Bangkok-Bangna Hotel, address 333 Moo 6 Srinakarin Road, Nongbon, Pravet, Bangkok 10250, Thailand. The Company has fixed the Record Date on March 26, 2019

7. The Board of Directors' Meeting approved to propose to the shareholders meeting of the company to Consideration of Approval for Changing the Company Name and Seal and Revising "Clause 1: Company Name" of the Company's Memorandum of Association Approval of the Scope of Authority for the Company's Directors

#### 7.1 Company Name

From "บริษัท ไทยรับเบอร์ลาเท็กซ์คอร์ปอเรชั่น (ประเทศไทย) จำกัด (มหาชน)

English Name: "Thai Rubber Latex Corporation (Thailand) Public Co., Ltd."

to "บริษัท ไทยรับเบอร์ลาเท็กซ์ กรุ๊ป จำกัด (มหาชน)"

English Name: "Thai Rubber Latex Group Public Co., Ltd."

#### 7.2 Company Seal

The company's seal is requested to be discontinued.

#### 7.3 Memorandum of Association, Clause 1: Company Name

"Clause 1 : Company Name : "บริษัท ไทยรับเบอร์ลาเท็กซ์ กรุ๊ป จำกัด (มหาชน)"

English Name : "Thai Rubber Latex Group Public Co., Ltd."

7.4 Consideration of Approval of the Scope of Authority for the Company's Directors

From:

The name and number of authorized directors are Mr. Vorathep Wongsasuthikul, Mr. Pattarapol Wongsasuthikul and Ms. Chalengkwan Wongsasuthikul, one

of whom signed with Mr. Paiboon Waraprateep, Mr. Prawit Waraprateep and Mr. Prachnon Temritikulchai, two directors jointly sign and seal Important of the company

To be revised to:

The name and number of authorized directors are Mr. Vorathep Wongsasuthikul, Mr. Pattarapol Wongsasuthikul and Ms. Chalengkwan Wongsasuthikul, one of whom signed with Mr. Paiboon Waraprateep, Mr. Prawit Waraprateep and Mr. Prachnon Temritikulchai, two directors jointly sign

8. The Board of Directors' Meeting approved to propose to the shareholders meeting of the company to Consideration of Approval for Changing the Company's Regulations in Clauses 1, 2, 18, 26, 34 and 59 for Consistency with the Company Name's Change

Clause 1 : These regulations shall be known as the regulations of Thai Rubber Latex Group Public Company Limited.

Clause 2 : The word "Company" in these regulations will refer to Thai Rubber Latex Group Public Company Limited.

Clause 18 : At every annual general meeting The directors must leave the position for one-third (1/3) of the rate. If the number of directors cannot be divided into three parts, then the number will be closest to one-third (1/3)

Clause 26 : Authorized Directors Consisting of two directors signing together with authority to act on behalf

Clause 34 : To hold a shareholders' meeting at least once Such meetings are called The general meeting shall be held within four months after the end of the accounting year of the company

Other shareholders' meetings shall be called "extraordinary meetings"

One or more shareholders with a total of not less than ten percent of the total number of shares sold To enter the name of each letter, requesting the Board of Directors to call an extraordinary meeting of shareholders at any time But must clearly specify the subject and reason for requesting the meeting to be called in the said book In this case The Board of Directors shall arrange for a shareholders meeting within forty-five days from the date of receipt of the letter from the shareholders

In the event that the Board of Directors does not hold a meeting within the period specified in the third paragraph, all shareholders who are named together or other shareholders are able to collect the number of shares as required. Can be obtained within forty-five days from the expiration of the period under paragraph three In this case Shall be considered as a meeting of shareholders which the Board of Directors convenes Which the company must be responsible for the expenses that are incurred from arranging meetings and facilitating as appropriate

In the event that the meeting of shareholders is called for a meeting because the shareholders under paragraph four of any number The shareholders who attended the meeting did not complete a quorum as specified in the Company's regulations. Shareholders under paragraph four Must jointly be responsible for reimbursement of expenses incurred from arranging for that meeting for the company

Clause 59: Clause 59 of the regulations shall be declared null and void.

9. The agendas for the meeting will:

- 1) Certify the minutes of the Annual General Meeting of Shareholders No.1/2018 should be held on April 20, 2018
- 2) Certify the Company's annual report and the board of directors' report for 2018.
- 3) Approve the Company's balance sheets, profit and loss statements, and cash flow statements as at 31 December 2018
- 4) Consider the dividend payment and allocation net profit for legal reserves for 2018's operating results.
- 5) Appoint directors in replacement the expired.
- 6) Approve the Board of Directors' remuneration for 2019.
- 7) Appoint an auditor and fix the auditing fee for 2019.
- 8) Consideration of Approval for Changing the Company Name and Seal and Revising "Clause 1: Company Name" of the Company's Memorandum of Association Approval of the Scope of Authority for the Company's Directors
- 9) Consideration of Approval for Changing the Company's Regulations in Clauses 1, 2, 18, 26, 34 and 59 for Consistency with the Company Name's Change
- 10) Consider other issues (if any).

10. Change the name of the Board of Directors

Mr. Somkad Sueptrakul, replacing Mr. Chayut Sueptrakul, currently holds the position of Independent Director, Member of the Audit Committee and Member of the

Risk Management Committee

Please be informed accordingly,

Truly yours,

Mr. Vorathep Wongsasuthikul  
Chairman