



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. TRUBB 15/2023

November 9, 2023

Subject : Notification of the renewal of the Risk Management Committee, the change of Chairman of the Remuneration Director, increase directors **and amendment of the Company's Article of Association (Revised)**

To : President,

The Stock Exchange of Thailand

The Board of Directors' Meeting No.4/2023 of Thai Rubber Latex Group Public Company Limited ("the Company") held on November 9, 2023 has resolved as follows:

1. The renewal of the Risk Management Committee to replace expired directors.

- Mr. Dhirapong Hirunprasurtwutti Member of the Risk Management Committee

Effective since November 9, 2023

2. Appoint Mr. Surabhon Kwunchaithunya to be the Chairman of the Remuneration Director to replace Mr. Vorathep Wongsasuthikul which will be effective November 9, 2023. However, the director shall have the term only as of the remaining term of the replacement Chairman.

And appointing 1 new director Mr. Wongsakul Kittipromwong, Member of the Remuneration Committee, Effective since November 9, 2023

The board of directors had a resolution to appoint the following directors:

1. Mr. Surabhon Kwunchaithunya Chairman of the Remuneration Committee

2. Mr. Vorathep Wongsasuthikul Member of the Remuneration Committee

3. Mr. Paiboon Waraprateep Member of the Remuneration Committee

4. Mr. Wongsakul Kittipromwong Member of the Remuneration Committee

3. Approval to propose to the 2024 Annual General Meeting of Shareholders **(The company will have a resolution of the Board of Directors to set the date for the 2024 Annual General Meeting of Shareholders and set the agenda for the Annual General Meeting of Shareholders. Within February, 2024)** to consider and approve the amendment of the Company's Article of Association 23, 29, 31, 33, 34, 35, 37, 47, 61 and 62 to be in accordance with the Public Limited Company Act (No.4) B.E. 2565 (2022) following;

Clause 23. In summoning of the meeting of the board of directors shall be made by the chairman of the board or the entrusted person shall serve a written notice of summoning of the meeting of the board of directors not less than three days prior to the date fixed for the meeting to every director. Unless necessary or

urgent to preserve the rights or benefits of the company, the summoning of the meeting may be made by electronic means or in other methods and earlier meeting date may be chosen.

When there is reasonable cause or in order to preserve the rights or benefits of the Company, at least two directors may jointly request that the chairman of the board of directors summons a meeting of the board of directors, whereby the agenda and reason(s) therefor that will be proposed for consideration must be specified. In such a case, the chairman of the board or the person assigned by the chairman of the board shall summon and fix the date of the meeting within fourteen days of the date of receipt of the request.

In the case where the chairman fails to call and schedule a meeting within fourteen days under the second paragraph, the requesting directors may jointly summon and fix the date of the meeting of the board of directors to consider the proposed agenda items within fourteen days of the end of such period mentioned in the second paragraph.

If there is no chairman or the chairman cannot perform his or her duty for whatever reason, the vice-chairman shall call the board of directors' meeting. In the absence of the vice-chairman for any reason, two directors may call a board of directors' meeting jointly.

Clause 29. The board of directors shall hold meeting at least once every three months.

Clause 31. The meeting of the board of directors shall be held at the locality in where the head office of company is located, or in a nearby province or at any place fixed by the board of directors.

Committee meeting according to one paragraph Chairman or a person assigned by the Chairman of the Board It may be specified that a meeting of the board of directors be held via electronic media in accordance with the form and method prescribed by law, including any rules, regulations orders that are applicable and/or related, In this regard, In the event that the meeting is held via electronic means, the head office of the Company shall be deemed to be the place of the meeting.

Clause 33. A general meeting shall be held at the locality in where the head office of the company is located, or in a nearby province, or at any place fixed by the board of directors.

The board of directors may arrange a shareholder meeting via electronic media in accordance with the form and method prescribed by law, including any rules, regulations, orders that are applicable and/or related. In this regard, in the shareholder meeting via electronic media, the head office of the Company shall be deemed to be the place of the meeting.

Clause 34. A general meeting of shareholders shall be held once at least. Such meeting shall be called "an ordinary meeting" and shall be held within four months as from the last day of the accounting year of the company.

All other meetings of shareholders shall be called "extraordinary meeting"

The Board of Directors may summon an extraordinary meeting of shareholders whenever they think fit or one or more shareholders holding the aggregate number of shares of not less than 10 percent of the total number of issued shares may, by subscribing their names, request the board of directors in writing to call an extraordinary meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. In this regard, the board of directors shall proceed to call a meeting of shareholders to be held within 45 days as from the date the request in writing from the shareholders is received.

In case the board of directors fails to arrange for the meeting within such period under paragraph three, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within 45 days as from the date of expiration of the period under paragraph three. In such case, the meeting is deemed to be shareholders' meeting called by the board of directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and the Company shall reasonably provide facilitation.

In the case where, at the meeting called by the shareholders under paragraph four, the number of the shareholders presented does not constitute quorum as prescribed by Regulation, the shareholders under paragraph four shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.

In summoning of the meeting of the shareholder meeting called by the shareholder according to paragraph four, shareholders may arrange a shareholder meeting through electronic media according to the form and method prescribed by law, including any rules, regulations, orders that are in force and or related and may send meeting notices to shareholders by electronic means. If the shareholder has notified the wish or given consent to send the letter by electronic means to the company or the board of directors according to Clause 61, In the event that the meeting is held via electronic means, the head office of the Company shall be deemed to be the place of the meeting.

Clause 35. In summoning a meeting of shareholders, the Board of Directors shall make a notice of the summoning of the meeting of shareholders shall specify the place, the date, the time, the agenda and the matters to be proposed to the meeting together with sufficient details by specifying clearly whether it is the matter proposed for information, for approval or for determination, and shall be sent not later than seven days prior to the date fixed for the meeting to the shareholders and the Registrar.

The notice of the summoning of the meeting of shareholders shall be continuously published in a newspaper for three consecutive days and not less than three days before the meeting date or use electronic media advertising methods. according to the criteria prescribed by the registrar instead.

Clause 37. In the meeting of shareholders, the shareholders may also authorize other persons as proxies to attend and vote at any meeting on their behalf.

An instrument appointing a proxy shall be made in writing and signed by the shareholder and shall be in a form as specified by the Registrar of Public Limited Company with at least the following particulars ;

- a. The number of shares held by the shareholders ,
- b. The name of the proxy ,
- c. The meeting which the proxy is authorized to attend and vote by the instrument appointing a proxy must be deposited with the chairman or the person designated by the chairman at the place of the meeting and before the proxy attends the meeting.

In appointing a proxy, it may be carried out via electronic means in accordance with the criteria prescribed by law.

Clause 47. No dividend may be declared except by a resolution passed in the meeting of shareholders or the board of directors in case of paying interim dividends.

Notice of the dividend that may be paid shall be given by letter to each shareholders and published in the newspaper or methods of advertising through electronic media according to the criteria specified by the registrar instead. Within one month after such resolution passed.

Clause 61. In the case where the company or the board of directors has a duty to send letters or documents in accordance with these regulations to the directors or shareholders of the company. If the said person wishes or consents to send the letter or document by electronic means, the company or the committee may send the letter or document by electronic means. according to the criteria set by the registrar.

Clause 62. In the case where the company has a duty to notify, inform, or advertise any messages about the company to other people or the public through newspapers. According to the provisions of the law on public limited companies. The company may use electronic advertising instead. According to the criteria set by the registrar.

Please be informed accordingly,

Yours sincerely,

(Mr. Pattarapol Wongsasuthikul)

Chief Executive Officer