



15 March 2022

Subject : Notification on the Resolutions of the Board of Directors' Meeting No. 3/2022.  
( Fixing the date, agenda of the 29<sup>th</sup> Annual General Meeting of Shareholders,  
Suspending of dividend payments.)

To : President,  
The Stock Exchange of Thailand

The resolutions of the Meeting of the Board of Directors of Union Textile Industries Public Company Limited (UT) No. 3/2022 held on Tuesday, 15 March 2022 at 10.00 a.m. at the Meeting room, 8<sup>th</sup> floor of Saha-Union Building, No. 1828 Sukhumvit Road, Phrakhanong Tai, Phrakhanong, Bangkok, were as follows :-

1. The 29<sup>th</sup> Annual General Meeting of the Shareholders was to be held on Tuesday 19 April 2022 at 10.30 a.m., at the Meeting room, 9<sup>th</sup> floor of Saha-Union Building No.1828 Sukhumvit Rd., Phrakhanong Tai, Phrakhanong, Bangkok.

2. The closing date of the Registration Book on Share Transferring Suspension was set from 29 March 2022 until the completion of the Shareholders' Meeting, to allow the Ordinary and Preferred Shareholders whose names were listed on the closing date of the Registration Book, the rights to attend the 29<sup>th</sup> Annual General Meeting of Shareholders, to cast vote and to receive the 2021 rightful dividends.

3. The agenda of the Meeting would be as follows :-

**Agenda 1 Considering and Endorsing the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2021**

**The Board's opinion:**

It was agreed to propose to the Shareholders to approve the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2021.

**Agenda 2 Acknowledging the Board of Directors' Report on the Past Year Performance.**

**The Board's opinion:**

Report on the Company's past year performance should be submitted for Shareholder's acknowledgement.

**Agenda 3 Considering and Endorsing the Balance Sheet and Statements of Profit and Loss or Financial Statements for the year ending 31 December 2021.**

**The Board's opinion:**

It was agreed to propose to the Shareholders to approve the Balance Sheet and Statements of Profit and Loss or Financial Statements for the year ending 31 December 2021 which had been audited and certified

by the Auditors of EY Office Limited as well as approved by the Audit Committee and the Company's Board of Directors.

#### **Agenda 4 Approving the Profit Allocations and Dividend Payments.**

##### **The Board's opinion:**

It was agreed to propose to the Shareholders to authorize the suspension of dividend payments for the 2021 operation to the Common Shareholders. The 2021 net profit amount Baht 9,395,142 would be carried forward as retained earning for the Company's capital. In line with the Company's Regulations, Preferred Shareholders who were entitled to a 14% per annum dividend, the 2021 rightful dividends were to be accumulated and carried over for a period of not exceeding 7 years.

#### **Agenda 5 Considering Matters Relating to the Directors, Their Authorities and Remunerations.**

##### **5.1 Electing the Directors.**

##### **The Board's opinion:**

The Board of Directors, excluding the Directors who were the beneficiaries, agreed with the proposal of the Nomination and Remuneration Committee and proposed the Shareholders to nominate the 3 Directors who were due to retire for another term :

1. Mr. Plochet Likittanasombat
2. Mr. Preecha Wattanasaranont
3. Mr. Chutindhon Darakananda

The above persons possessed full qualifications of Director in accordance with the Company's Articles of Association, the Public Limited Company Acts, and the Securities and the Stock Exchange of Thailand Acts and Regulations of the Company.

Mr. Plochet Likittanasombat and Mr. Preecha Wattanasaranont were not the beneficiary of the Company, its Affiliates, Joint Ventures or any Legal Entities with conflict of interest. Their qualifications for the Independent Director met the Company's definitions of Independent Director and the regulations of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET).

##### **5.2 Defining the Directors' Authorities.**

##### **The Board's opinion:**

It was agreed to propose to the Shareholders to define the authorities of the Directors: "Two Directors co-sign and affix the Company's seal, excluding members of the Audit Committee and/or Independent Directors which comprise of Mr. Polchet Likittanasombat, Mr. Preecha Wattanasaranont and Mr. Pitya Mahanond."

##### **5.3 Authorizing the Directors' Remunerations.**

##### **The Board's opinion:**

It was agreed to propose to the Shareholders to fix the 2022 Directors' remuneration at an amount not exceeding Baht 1,500,000 per year (identical to the year 2021). The amount had been considered as

appropriate by the Nomination and Remuneration Committee. The Board of Directors was assigned to handle the allocations accordingly.

**Agenda 6 Appointing the 2022 Auditors and Fixing the Remunerations.**

**The Board's opinion:**

It was agreed to propose the Shareholders to appoint

1. Ms. Sineenart Jirachaikhuankhan Certified Public Accountant No. 6287  
(3<sup>rd</sup> year Certified Public Accountant) or
2. Mr. Khitsada Lerdwana Certified Public Accountant No. 4958 or
3. Mr. Termphong Opanaphan Certified Public Accountant No. 4501 or
4. Ms. Vissuta Jariyathanakorn Certified Public Accountant No. 3853

of EY Office Limited as the Company 2022 Auditor. The remuneration for auditing the Company's accounts including the reviewing of the 3 quarterly Financial Statements would be Baht 475,000, which is Baht 695,000 lower than the amount paid in 2021. There were no other service charges.

4. The Company would deliver the notification of the 29<sup>th</sup> Annual General Meeting of Shareholders, together with all related documents to the Shareholders within the legal timeframe. They would all be posted on the Company's website at [www.ut.co.th](http://www.ut.co.th) from 18 March 2022 onwards.

Please be informed accordingly.

Yours sincerely,

-Signature-

Mrs. Srinual Sombatpraiwan

Managing Director