

Minutes of the 30th Annual General Meeting of Shareholders
Of

Union Textile Industries Public Company Limited

Convened in the Meeting Room, 9th Floor, Saha-Union Head Office Building, No.1828
Sukhumvit Road, Phrakhanong Tai Sub-district, Phra Khanong District, Bangkok.

Held on 18 April 2023

The Meeting started at 10.30 hrs.

Mr. Chutindhon Darakananda, Chairman of the Board of Directors, chaired the Meeting; notified the Meeting that there were 10 shareholders holding common shares and preferred shares by themselves, with 436,810 common and by proxy 21, The total number of common shares and preferred shares is 58,405,584 shares. In total, there were 31 shareholders Counting the total number of common shares and preferred shares was 58,842,394 shares. accounting 98.07 % of the registered capital, constituting a quorum according to the Company's Article of Association.

The Chairman opened the meeting and introduced the Directors, members of subcommittees, executives, and the attendees as follows:

List of directors attending the meeting

1. Mr. Chutindhon Darakananda	Chairman of the Board of Directors
2. Mrs. Chantrontree Darakananda	Director
3. Mr. Pamin Panthaweesak	Director
4. Mr. Pitya Mahanond	Director
5. Mr. Supakit Puangbua	Director
6. Mr. Polchet Likittanasombat	Director
7. Dr. Mongkon Laoworapong	Deputy Managing Director
8. Mrs. Saranya Darakananda	Director

List of directors absent from the meeting

1. Miss Wanee Chiewyuenyong	Director
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List of Meeting Attendees

1. Miss Sineenart Jirachaikhuan Khan	Auditor from EY Office Limited
2. Miss Manassiri Boonyaseth	Auditor from EY Office Limited
3. Miss Prayoon Sriprara	Accounting and Finance Manager
4. Mrs. Chadaporn Jeamsakulthip	Company Secretary

The Company's board of directors has 9 members attending the Meeting all of 8 members

Before proceeding with the Meeting agendas, the Chairman advised that

- A resolution in each agenda shall be passed based on 1 (one) share per 1 (one) vote.
- For shareholders who, represented by proxies and cast votes for each agenda in the Proxy Form, the Company collected and added to the votes counted in this meeting.
- For this Meeting, the shareholders present in persons or by proxies entitled to vote shall cast their votes in favor, objections or abstentions, in the ballot cards received upon registration. For convenience, counting votes of objection or abstention only. Shareholders, who cast their votes, objection or abstention, show the voted cards so that the company staff collected such ballots to subtract from the total number of votes. The remaining are in the favor votes count.
- The Company will inform you of the voting results for each agenda item at the end of the meeting.
- The Company records meetings in the form of video media.

The Chairman then proceeded with the agenda of the Meeting as follows:

Agenda 1 : Considering and Endorsing the Minutes of the 29 Annual General Meeting of the Shareholders

The Chairman notified the Meeting that the Company prepared the Minutes of the 29 Annual General Meeting of Shareholders convened dated 19 April 2023. The company has prepared minutes of the annual general meeting of shareholders. 29th time completed and send a copy of the meeting report to the Ministry of Commerce within the period specified by law Therefore, we would like to propose to shareholders to certify the minutes of the said meeting.

(In this agenda, there was an additional shareholder attending the meeting, holding 1,000 shares.)

Resolution: The Meeting certified the Minute of the 29 Annual General Meeting of the Shareholders convened dated 19 April 2023 with 58,843,394 votes in favor, 0 objection, 0 abstention, and 0 voided ballots.

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

The Chairman assigned Miss. Prayoon Sripraram reported the Company's operating results of the previous year to the Meeting for acknowledgment

Operating results for 2022, the company has total income of 75 million baht. It is income from Asset sales of 49 million baht and other income of 26 million baht, total expenses of 38 million baht, Net profit of 39 million baht.

Asset management, financial position, and liquidity as of December 31, 2022 The company has total assets of 1,204 million baht, total liabilities of 109 million baht, and total shareholders' equity of 1,095 million baht. It has a debt-to-equity ratio of 0.10 : 1 times and a liquidity ratio of 116.55 times, which shows that the company's financial position is highly liquid.

The Chairman gave shareholders an opportunity to ask questions or give opinions.

Mr. Banyong Apiraklaosakul, a shareholder, commented that From the report of the Board of Directors in the 2022 annual report. Mentioned consideration of new business recruitment and investment guidelines. Please notice that If considering a project to produce electricity from solar energy and wind energy Currently, there are many people interested in investing. It may be more than needed. And technology is changing quickly. Please study carefully. Including having to look at potential and readiness Due to having to compete with large operators As for investing in securities on the Stock Exchange of Thailand There are risks in investing as well. You must choose stocks that have good fundamentals and reasonable prices.

Resolution: The Meeting acknowledged the Company's performance report of the past year.

Agenda 3 : Considering and Endorsing the Balance Sheet and Statements of Profit and Loss or Financial Statement for the year ended December 31, 2022.

The Chairman advised the Meeting that The Board of Directors considered the matter and deemed to propose shareholders consider and approve the balance sheets and the profit and loss accounts or financial statements for the year ended 31 December 2022 audited and signed by the Company auditor of EY Office Limited and certified by the Audit Committees and Board of Directors. Details of the financial statements appear in the annual information report form. and the 2022 which has been sent to shareholders for consideration in advance together with the meeting invitation letter.

Resolution: The Meeting considered and endorsed the Balance Sheet and statement of Profit and Loss or Financial Statement for the year ending 31 December 2022 with 58,843,394 votes in favor, 0 objection, 0 abstention, and 0 voided ballots.

Agenda 4 : Approving the Profit Allocations and Dividend Payments.

The Chairman handed it over to the Company Secretary. Report to the meeting that According to the separate financial statements of 2022 ended 31 December 2022, audited and certified by the auditor and approved by the Audit Committees, the Company had net Profit

amounted to 39,538,589 Baht. The Company completely has legal reserves as per the Company's Article of Association. and has sufficient cash flow to pay dividends

The board agreed that it should be proposed to shareholders to consider approving the allocation of net profits for the year 2022. and pay dividends to common shareholders and preferred shareholders At the rate of 0.50 baht (fifty satang) per share, for a total dividend payment of 30,000,000 baht. or equivalent to 75.87 percent of net profit For the remaining net profit from dividend payment of 9,538,589 baht, it will be carried forward to retained earnings. (Dividends from accounting net profits for 2022 do not pass corporate income tax. This is because the company has brought forward net losses not exceeding 5 years. Before the accounting period is deducted Therefore, shareholders who are natural persons are not entitled to tax credits in calculating dividend tax according to Section 47 bis of the Revenue Code).

Under the company's regulations Shareholders of preferred shares are entitled to receive dividends at the rate of 14 percent per year of the value of their preferred shares. In which year was the company unable to pay dividends to preferred shareholders or not paying their full rights? Accumulate the dividends that should be received or the part that is not received in full according to the rights each year according to the rights for a period not exceeding 7 years. Therefore, the Company will have accrued dividends on preferred shares at the rate of 0.90 baht per share (ninety satang). Number of 15,000,000 shares, equivalent to 13,500,000 baht (thirteen million five hundred thousand baht)

Dividend payments will be paid by the Company to ordinary shareholders and preferred shareholders whose names appear on the closing date of the Company's share transfer register on March 28, 2023. The dividend payment date is May 10, 2023. Such dividends will be processed upon approval from the general meeting. shareholders for the year The company will inform the company. Thailand Securities Depository Co., Ltd. continues to deliver dividends to shareholders.

Resolution : The meeting considered. It was resolved to approve the allocation of net profits for the year 2022 and pay dividends to common shareholders and preferred shareholders. At the rate of 0.50 baht (fifty satang) per share, for a total dividend payment of 30,000,000 baht (thirty million baht). or equivalent to 75.87 percent of net profit. For the remaining net profit from dividend payment of 9,538,589 baht, it will be carried forward as retained earnings. The Company has accrued dividends on preferred shares of 0.90 baht (ninety satang) per share. Amount of 15,000,000 shares, equivalent to 13,500,000 baht (thirteen million five hundred thousand baht), to be accumulated according to rights for a period not exceeding 7 years. According to the company's regulations With 58,843,394 votes in agreement, 0 votes against, 0 votes abstained, 0 invalid ballots.

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

5.1 Appointing the new Directors.

The Chairman handed it over to the Company Secretary. Inform the meeting that according to the Public Limited Companies Act and the Company's Article of Association, Article 19, prescribed that at each Annual Shareholders' General Meetings, one- third of the directors shall be retired and may be re-elected.

At present, the Company has 9 directors. In this Annual General Meeting of Shareholders, there are 3 directors released from office by rotation, namely:

1. Mrs.Chantrontree Darakananda
2. Mr.Supakit Puangbua
3. Mrs.Saranya Darakananda

The Board of Directors, excluding the relevant directors, has considered and passed a resolution approving the consideration guidelines proposed by the Nomination and Remuneration Committee, submitted that three directors who shall be retired as term period in this period should be re-elected to be the directors of the Board for another term. with the name lists as

The Chairman informed the meeting that Before voting to elect directors Ask shareholders to consider the method for electing directors, whether to elect directors as proposed by the Board of Directors as a whole set of 3 people or to elect directors individually.

Mr. Witthaya Chankam, proxy from shareholder It is proposed to use the method of electing the entire committee. and request the election of all 3 directors as proposed by the Company's Board of Directors.

(In this agenda, there was an additional shareholder attending the meeting, holding 1 share)

Resolution: The meeting considered and resolved as follows:

1. Agree with the method for electing directors as a whole set. With 58,843,395 votes for approval, 0 votes for disapproval, 0 votes for abstention, 0 votes for invalid ballots.

2. It was resolved to elect all 3 directors who were due to retire by rotation to return to the position of directors for another term. According to the names as follows :-

1. Mrs. Chandratree Darakanonda
2. Mr. Supakit Puangbua
3. Mrs. Saranya Darakanonda

With 58,843,395 votes for approval, 0 votes for disapproval, 0 votes for abstention, 0 votes for invalid ballots.

5.2 Fixing the Directors' Remuneration.

The Chairman informed the Meeting that the Board of Directors deemed proposing for shareholders' consideration and approval of remunerations of the Board of Directors for the year 2023, duly considered by the Nomination and Remuneration Committee. With the amount of not exceeding 1,500,000 Baht per year (same as the year 2022). In addition, assigned the Board of Directors to consider the allocations appropriated. (The remuneration criteria of the Board and committees, type of remuneration, and remuneration of each director position received are remuneration and meeting allowance. There is no other benefits. Details of directors' remuneration shown in the Annual Registration Statement

Resolution: The Meeting considered and approved to fix the 2023 Directors' remuneration in an amount not exceeding 1,500,000 Baht per year (as the year 2022). In addition, assigned the Board of Directors to consider the allocations appropriated with 58,843,395 votes in favor, 0 objection, 0 abstention, and 0 voided ballots.

Agenda 6 : Appointing 2023 Auditors and Fixing the Remunerations.

The Chairman assigned Miss. Prayoon Sriprara to report to the meeting that The Company's Board of Directors resolved to approve the Audit Committee's proposal. It is considered appropriate to propose to shareholders to consider appointing auditors as follows:

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|--------------------------------------|----------------|
| 1. Miss Sineenart Jirachaikhuan Khan | CPA No.6287 or |
| 2. Mr. Khitsada Lerdwana | CPA No.4958 or |
| 3. Mr. Termphong Opanaphan | CPA No.4501 |

The above auditors of EY Office Limited are being the Company auditor of 2023, The Board of Directors considered and fixed the auditing fees amounted to 350,000 Baht, decreased 125,000 Baht from 2022

Resolution: The Meeting considered the matter and passed a resolution to appoint auditors as follows:

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|--------------------------------------|----------------|
| 1. Miss Sineenart Jirachaikhuan Khan | CPA No.6287 or |
| 2. Mr. Khitsada Lerdwana | CPA No.4958 or |
| 3. Mr. Termphong Opanaphan | CPA No.4501 or |

Of EY Office Limited being the Company auditor of 2023. The remuneration of the Company's audit fees, amounted to 350,000 Baht and no other service fees with 58,843,395 votes in favor, 0 objection, 0 abstention, and 0 voided ballots.

Agenda 7: Consider approving amendments to the Company's regulations, Clause 26,

Clause 35, Clause 46 and Clause 53.

The Chairman handed it over to the Company Secretary. Report to the meeting that Due to the Public Limited Companies Act (Issue No. 4) 2022 coming into effect on May 24, 2022, there have been amendments to the law to be modern. In line with the situation and development of technology. By requiring advertising of messages about public limited companies Can this be done through any other electronic media instead of newspaper advertising

The Board of Directors deems it appropriate to propose to shareholders to consider and approve the amendment of the Company's Clause of Association, Clause 26, Clause 35, Clause 46, and Clause 53 to be consistent with the law. by canceling the original message and use the proposed corrections For details of the current company regulations and proposed amendments to the Company's regulations It appears in the meeting invitation sent to shareholders for consideration in advance. I would like to summarize the main points that are proposed to be revised as follows:

- Company Regulations, Section 26: Sending notice of appointment to the Board of Directors' meeting. Send it to the committee members at least 3 days before the meeting. Except in urgent cases Will be notified by electronic means. or any other method And the meeting date can be set earlier than that.
- Company Regulations, Clause 35, Clause 46 and Clause 53, Advertisement of shareholder meeting invitation letter. Dividend payment and balance sheet, advertise in newspapers or through electronic media according to the criteria specified by the registrar.

Current company regulations	Company regulations proposed to be amended
Article 26. In calling a meeting of the committee The chairman of the board or the person assigned to him shall send a meeting notice to the directors <u>not less than seven days before the meeting date</u> . Except in urgent cases To preserve the rights or benefits of the company The meeting <u>appointment will be notified by other means</u> . And the meeting date can be set earlier than this.	Article 26. In calling a meeting of the committee The chairman of the board or the person assigned to him shall send a notice of meeting to the directors <u>at least three days before the meeting</u> . Except in urgent cases To preserve the rights or benefits of the company Meeting <u>appointments will be notified by electronic means. or any other</u> method And the meeting date can be set earlier than that.
Article 35. In calling a shareholder meeting The committee shall prepare a meeting invitation letter specifying the location, date, time, and agenda. and matters to be presented to the meeting with appropriate details. By specifying clearly that it is a matter to be presented for information. for approval or consideration, as the case may be Including the opinions of the committee on	Article 35. In calling a shareholder meeting The committee shall prepare a meeting invitation letter specifying the location, date, time, and agenda. and matters to be presented to the meeting with appropriate details. By specifying clearly that it is a matter to be presented for information. for approval or consideration, as the case may be Including the opinions of the

Current company regulations	Company regulations proposed to be amended
such matters. and sent to shareholders and the registrar not less than 7 days before the meeting date. <u>And the notice of the meeting must be advertised in the newspaper for 3 consecutive days and must be at least 3 days before the meeting date.</u>	committee on such matters. and sent to shareholders and the registrar not less than 7 days before the meeting date. <u>and advertise the meeting notice in the newspaper or via electronic media according to the criteria specified by the registrar There is a deadline of not less than 3 consecutive days before the meeting date.</u>
<p>Article 46. Do not pay dividends from other types of money. In addition to profits The remaining profits from dividend payments can be allocated to various reserves as the board of directors deems appropriate.</p> <p>The Board may pay interim dividends to shareholders from time to time. When it is seen that the company has sufficient profits to do so And when dividends have been paid, report them to the shareholders at the next meeting.</p> <p>Payment of dividends must be made within the period specified by law. By notifying in writing to shareholders. <u>and advertise the dividend payment notice in newspapers as well.</u></p>	<p>Article 46. Do not pay dividends from other types of money. In addition to profits The remaining profits from dividend payments can be allocated as various reserves as the board of directors deems appropriate.</p> <p>The Board may pay interim dividends to shareholders from time to time. When it is seen that the company has sufficient profits to do so And when dividends have been paid, report them to the shareholders at the next meeting.</p> <p>Payment of dividends must be made within the period specified by law. By notifying in writing to shareholders. <u>and to advertise notices of dividend payments in newspapers or via electronic media according to the criteria specified by the registrar</u></p>
<p>Article 53. The company must submit an annual report. together with a copy of the balance sheet and the profit and loss account that the auditor has inspected and the shareholders' meeting has approved. and a copy of the specific shareholder meeting schedule related to balance sheet approval Profit allocation and dividend distribution The person authorized to sign on behalf of the company signs to certify that it is correct to the registrar. <u>For the balance sheet, it must be advertised to the public in newspapers.</u> There is also a time limit of at least 1 day. This must be within 1 month from the date the shareholder meeting approves.</p>	<p>Article 53. The company must submit an annual report. together with a copy of the balance sheet and the profit and loss account that the auditor has audited and the shareholder meeting has approved it and a copy of the specific shareholder meeting agenda related to the approval of the balance sheet. Allocation of profits and dividends by the person authorized to sign on behalf of the company and certify that they are correct to the registrar. <u>For the balance sheet, it must be advertised to the public in newspapers. or via electronic media according to the criteria specified by the registrar</u> There is a time limit of at least 1 day, but within 1 month from the date the shareholder meeting approves.</p>

Resolution : The meeting considered. It was resolved to approve the amendment of the Company's Clause of Association, Clause 26, Clause 35, Clause 46, and Clause 53 to be consistent with the law. by canceling the original message and use the proposed corrections There are details as proposed. With 58,843,395 votes for approval, 0 votes for disapproval, 0 votes for abstention, 0 votes for invalid ballots.

The Chairman informed the meeting that The meeting proceeded according to the complete agenda.

After that, the Chairman Given to the company secretary Announce the

summary of voting results for each agenda item to the meeting.

The Chairman spoke on behalf of the Board of Directors. Thank you to all shareholders who kindly took the time to attend the meeting. and provide various opinions that are beneficial to the company and closed the meeting

The Meeting adjourned at 11.10 hrs.

(Signed) signed- Chairman of the Meeting

(Mr. Chutindhon Darakananda,)

(Signed) -signed- Company Secretary

(Mrs. Chadaporn Jiemsakultrip)