



THAI TEXTILE INDUSTRY PUBLIC COMPANY LIMITED

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20 March 2013

RE: Invitation to the Shareholder Meeting No. 1/2013

Attention: Shareholders

Enclosed with the Invitation:

- 1) Registration Form
- 2) 2 Proxy Forms
- 3) Rules and Regulations of the Company concerning Shareholder Meeting
- 4) Shareholder Registration, Proxy Appointment, and Voting Rules and Regulations
- 5) Copy of minutes from the Shareholder Meeting No. 1/2012
- 6) 2012 Annual Report in CD-ROM
- 7) Reference Memorandum for Agenda 4 (Dividend Payment History)
- 8) Reference Memorandum for Agenda 5
 - a. Director's information
 - b. Company policies concerning Board of Directors
 - c. Information on Independent Directors
 - d. Criterias for Director Selection
- 9) Reference Memorandum for Agenda 6 (Remunerations for the Directors)
- 10) Reference Memorandum for Agenda 7 (Remunerations for the Auditors)
- 11) Map to Shareholder Meeting location

The Board of Directors met on Friday, 22 April 2013, and set the Shareholder Meeting No. 1/2013 to be on Friday, 26 April 2013, at 14:00, at the Dusit Thani Hotel, Napalai Room, Rama IV Road, Silom, Bangrak, Bangkok, with the following agendas:

Agenda 1: Acceptance of Minutes of Shareholder Meeting No. 1/2012, held on Friday, 27 April 2012.

Reference Documents: Enclosed with Invitation item 5

Board of Directors' Opinion: Shareholders approve the minutes.

Agenda 2: Board of Directors presents the Company's performance for fiscal year 2012.

Board of Directors' Opinion: Shareholders acknowledge the Company's performance for fiscal year 2012.

Agenda 3: Approve the Statement of Financial Position and Statement of Comprehensive Income for the year 2012.

Reference Documents: Enclosed with Invitation item 6 and additional documents will be passed out during the meeting day.

Board of Directors' Opinion: Shareholders Should Accept and Approve the Statement of Financial Position and Statement of Comprehensive Income for the year 2012.

Agenda 4: Evaluate and Approve the Dividend Distribution for fiscal year 2012.

Reference Documents: Enclosed with Invitation item 7

Board of Directors' Opinion: The Company had a net loss of 93,958,260 baht in 2012, with carried over net profit of 417,517,078 baht from 2011 (before dividend payout of 2011) for a total of 317,165,896 baht. The shareholders should approve the profit sharing with the dividend payment of 0.50 baht per share for a total of 25,000,000 baht, to be paid on Thursday, 23 May 2013.

Agenda 5: Change of Directors

Reference Memorandum: Enclosed with Invitation item 8

Board of Directors' Opinion: According to the Company's policy, the following 6 Directors have completed their terms and are required to leave office:

- | | | |
|------------------|-------------------|---|
| 1) Mr. Mongkol | Mungkornkanok | Vice Chairman of the Board |
| 2) Mr. Udom | Worarittichai | Director |
| 3) Mrs. Siriwan | Boonnamsap | Director |
| 4) Mr. Phaiboon | Jaroonsaichanakit | Executive Director |
| 5) Mr. Tawatchai | Chaiyapinunt | Executive Director,
Director of Director Search Committee,
and Director of Remuneration Committee |
| 6) Mr. Kumjorn | Chuenchoochit | Executive Director |

The shareholders should re-instate the above Directors back into office.

Agenda 6: Director's Remuneration

Reference Memorandum: Enclosed with Invitation item 9

Board of Directors' Opinion: The shareholders should approve the remuneration as follow:

- 1) Board of Directors Bonus – 1,000,000 baht
- 2) Directors Meeting Remuneration – 5,000 baht /person/month
- 3) Audit Committee Remuneration – 10,000 baht/person/month

Agenda 7: Auditor Selection and Remuneration

Reference Memorandum: Enclosed with Invitation item 10

Board of Directors' Opinion: The shareholders should approve to appoint Ms. Nongram Laohareedilok and Mr. Pradit Rodloytuk of AST Master Company Limited as the auditors of the company, by allowing either person to be the auditor with remuneration of 700,000 baht per year.

Agenda 8: Others Items (if any)

The Company will finalize the list of eligible Shareholders (Record Date) to attend the Shareholders Meeting No.1/2013 and with the right to receive dividend payment of 2012 on Monday, 1 April 2013. according to the Securities and Stock Exchange Regulations 1992, by halting stock trade and closing the registration book on Tuesday, 2 April 2013.

The eligible Shareholders on Record Date will receive the dividend payment of 2012 according to the Shareholder's decision agreed upon in Agenda 4.

All shareholders are invited to attend the meeting on the date, time, and location as specified above by filling out the registration form (enclosed document 1). For proxies, please prepare proxy documents (enclosed document 2) for presentation when attending the meeting.

Sincerely,



Mr. Chuang Kullawanwichit
Director and Secretary of the Board