



THAI TEXTILE INDUSTRY PUBLIC COMPANY LIMITED

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11 March 2014

RE: Invitation to the Shareholder Meeting No. 1/2014

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 Extraordinary Shareholder's Meeting 1/2013
- 6) 2013 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. Criteria for Director Nomination
- 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 Thursday, 27 February 2014, and set the Shareholder Meeting No. 1/2014 to be on Thursday, 24 April 2014, at 14:00, at Swissotel Nai Lert Park Bangkok, Ballroom A, Wireless Road, Lumpini, Pathumwan, Bangkok 10330, with the following agendas:

Agenda 1: Approve the Extraordinary Shareholder's Meeting 1/2013 Minutes of Thursday, 28 November 2013.

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 2013.

Board of Directors' Opinion: Shareholders acknowledge the Company's performance for fiscal year 2013.

Agenda 3: Evaluate and approve the Balance Sheet and Statement of Income of fiscal year 2013.

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 2013.

Agenda 4: Evaluate and approve the Profit Sharing and Dividend Payout of fiscal year 2013.

Reference Documents: Enclosed with Invitation item 7

Board of Director's Opinion: The Company had profit of 31,877,187 baht in 2013, with carried over net profit of 461,539,945 baht from 2012 (before dividend payout of 2012) for a total of 468,417,132 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 2014.

Agenda 5: Evaluate and vote Directors to replace current Directors whose terms will expire.

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. Boonnam Boonnamsap | Chairman of the Board |
| 2) Dr. Chin Chinsetawong | Chairman of the Audit Committee |
| | Director of Nomination Committee |
| | Director of Remuneration Committee |
| 3) Mrs. Ratana Suthipongcha | Director of Audit Committee |
| | Director of Nomination Committee |
| | Director of Remuneration Committee |
| 4) Mr. Korn Sereerojanasiri | Director of Audit Committee |
| 5) Dr. Kachornvut Namsirikul | Director of Audit Committee |
| 6) Mr. Pairod Chuenchoochit | Director |

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

Agenda 6: Evaluate and settle on the Remuneration for Directors.

Reference Memorandum: Enclosed with Invitation item 9

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

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

Agenda 7: Evaluate and vote on Auditors and Audit fee.

Reference Memorandum: Enclosed with Invitation item 10

Board of Directors' Opinion: The shareholders should approve to appoint Ms. Nongram Laohahareedilok 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: Evaluate other agenda, if any.

The Company will finalize the list of eligible Shareholders (Record Date) to attend the Shareholders Meeting No.1/2014 and eligible Shareholders with the right to receive dividend payment of 2013 on Monday, 24 March 2014, by following the Securities and Stock Exchange Regulations 1992, and halting stock trade and closing the registration book on Tuesday, 25 March 2014.

The eligible Shareholders on Record Date will receive the dividend payment of 2013 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
By order of the Board