

22 August 2018

Subject: Notification on the resolutions of the Board of Directors' Meeting no.2/2018 re: removal of the restriction on foreign shareholding limit and fix the date of Extraordinary General Meeting of Shareholders no.1/2018

To: President, The Stock Exchange of Thailand

Thai Rayon Public Company Limited ("the Company") would like to inform the Stock Exchange of Thailand for the resolutions passed by the Board of Directors' Meeting no.2/2018 which was held on 22 August 2018 from 12.00-13.00 hrs. at Head Office as follows:

1. Approved removal of the restriction on foreign shareholding limit from 49% to no limitation and amendment to Article 6 of the Company's Articles of Association to reflect such removal of foreign shareholding limit.

Current Article 6 of the Articles of Association

"The Company's shares may be transferred without any restriction, unless:

- (1) the said transfer would cause the Company to lose the rights and benefits it should receive under the law, or
- (2) the said transfer would result in the Company having shareholders with Thai nationality less than 51 percent, or would cause shareholders with non-Thai nationality to hold more than 49 percent of the total number of shares."

Proposed revised Article 6 of the Articles of Association

"The Company's shares may be transferred without any restriction."

With liberalization in foreign investment law and progressive policies of the government and increasing interest of foreign investors in ASEAN economies, the restrictive condition of maximum 49% foreign shareholding in the Company would be obstacle as the Company operates in global markets which generates interest of institutional and other large international investors globally. The removal of such foreign shareholding limit will provide equal opportunities to institutional and domestic investors and provide benefit of diversified capital markets to the Company. In order to support this, it is necessary to amend Article 6 of the Company's Articles of Association by replacing the existing wording with the proposed wording as aforementioned. In addition, the Company will also amend corresponding conditions in its investment promotion certificates granted by the Board of Investment and apply for any other relevant approvals required under the Investment Promotion Act B.E. 2520 (as amended) and will seek relevant statutory approvals, licences and/or permits, as required, from the government agencies (including but not limited to approvals and licences under Foreign Business Act B.E. 2542).

2. Approved to fix the date of the Extraordinary General Meeting of Shareholders no.1/2018 to be held on Friday, 21 September 2018 at 15.00 hrs. at Pimarn Siam Hall, Level 29, Hotel Building, The Athenee Hotel, a Luxury Collection Hotel, Bangkok, No.61 Wireless Road, Lumpini, Pathumwan, Bangkok 10330. The Record Date to determine the right of shareholders who are entitled to attend the Extraordinary General Meeting of Shareholders no.1/2018 will be on 5 September 2018.

3. Agenda of the Extraordinary General Meeting of Shareholders no.1/2018 were determined as follows:
 - Agenda 1 To approve the minutes of the annual general meeting of shareholders for the year 2018 held on 18 July 2018.
 - Agenda 2 To consider and approve the removal of the restriction on foreign shareholding limit from 49% to no limitation and amendment to Article 6 of the Company's Articles of Association to reflect such removal of foreign shareholding limit.

Please be informed accordingly.

Yours faithfully,

Pramod Khandelwal
VP (Finance & Commercial)