



Invitation Letter for the Annual General Meeting of Shareholders No.1/2015

For the registration convenience,
the meeting participants,
please bring along the Barcode
registration form to the Meeting.

April 28, 2015 (Tue.) at 10.00 a.m.
Surasak 1 room, 11th Floor
Eastin Grand Hotel Sathorn Bangkok

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Enclosure using to attend the meeting

1. Registration Form (with Barcode to be used in registration)
2. Proxy Form B

March 25, 2015

Re : Invitation to the shareholders' meeting No. 1/2015

To : Shareholders of Luckytex (Thailand) Public Company Limited

The Board of Directors has resolved to call for the Annual General Meeting of Shareholders No.1/2015 on April 28, 2015 (Tue.) at 10.00 a.m. at Surasak 1 room, 11th floor, Eastin Grand Hotel Sathorn Bangkok, South Sathorn Road, Yannawa, Sathorn, Bangkok. Agendas for the meeting are as follows;

Agenda 1 : To certify the minutes of the previous Annual General Meeting of Shareholders No. 1/2014 on April 28, 2014

Directors' Opinion

After considering, the Board of Directors has regarded the shareholders' meeting to certify the minutes of the previous meeting as presented in attachment 1 sent to the shareholders together with this invitation letter.

Agenda 2 : To report the business results for the financial year 2014 of the company

Directors' Opinion

In compliance with the Articles of Association No. 43, after considering, the Board of Directors has regarded the shareholders' meeting to acknowledge the report of company's business operation as presented in the Annual Report sent to the shareholders together with this invitation letter.

Agenda 3 : To deliberate and approve Financial Statements of the year 2014, ended 31 December 2014

Directors' Opinion

In compliance with the Public Company Limited Act Section 112 and the Articles of Association No. 43, after considering, the Board of Directors has regarded the shareholders' meeting to deliberate and approve the Financial Statements year 2014, ended December 31, 2014 which audited by the auditor as sent to the shareholders together with this invitation letter.

Agenda 4 : To deliberate, approve an appropriation of retained earnings and pay the dividend for the year 2014

Directors' Opinion

The company considers the dividend payment depending upon operating result, financial status and structure and investment plan. In compliance with the Articles of Association No.43, the Board of Directors proposed the appropriation of retained earnings of 2.50 Baht per share in the total amount of 129,600,000 Baht for the financial year 2014. This amount had been paid for the interim dividend as per the resolution of the board meeting No. 5/2014 dated September 29, 2014 at 1.25 Baht per share in the total of 64,800,000 Baht. Therefore, the balance to be paid for this time would be 1.25 Baht per share (from retained earnings subjected to income tax rate of 30%) in the total amount of 64,800,000 Baht. The record date to determine shareholders who have a right to receive dividend is on April 9, 2015 (Thu.) and date for closing the company share register book is on April 10, 2015 (Fri.) for TSD to collect shareholders' name in compliance with Section 225 of the Securities and Exchange Act B.E. 2535. The dividend will be paid on May 27, 2015 (Wed.). The Board of Directors then regarded to propose this to the shareholders' meeting for approval (details in attachment 4).

Agenda 5 : To elect directors replacing those who have completed their term**Directors' Opinion**

In Compliance with the Public Company Limited Act Section 71 and the Articles of Association No. 18 which regulated that one-third of directors shall vacate office on the Annual General Meeting of Shareholders and these directors can be re-elected for another term. Vacated directors in this year are;

Mr. Prakit Pradipasen

Mr. Tsukasa Shiba

and Mr. Tsuyoshi Irisa

Mr. Ryosuke Chono

Mr. Bancha Kittipatanapong

After considering, the Board of Directors has regarded to re-elect these directors whose term has completed to be the directors for another term. (Details in attachment 5)

Agenda 6 : To appoint the company auditor and determine an auditor fee for the financial year closing 3 months period from 1 January - 31 March 2015**Directors' Opinion**

In Compliance with the Public Company Limited Act Section 120 and the Articles of Association No. 43 which regulate an appointment of auditor and determination of auditor fee in the Annual General Meeting of Shareholder every year. In addition, by SEC regulations, reappointment of the same auditor can be done only not exceeding 5 consecutive financial years. However, the company can appoint the same auditor after 2 consecutive financial years had been passed.

After considering, the Audit Committee has proposed to appoint 4 auditors

Name	CPA No.	Auditing Firm
Mr. Sakda Kaothanthong	4628	KPMG Phoomchai Audit Limited
Mr. Santi Pongjareanpit	4623	
Mr. Veerachai Ratanajaratkul	4323	

Due to the approval of accounting period change in the Annual General Meeting of Shareholders No.1/2014, the Company has to close the 3 months accounting period from 1 January - 31 March 2015 and start the new cycle of accounting period from 1 April 2015 - 31 March 2016. The auditor fee proposed for the financial year closing 3 months period from 1 January - 31 March 2015 is 570,000 Baht (In the year 2014 is 1,410,000 Baht). The Board of Directors has regarded to propose auditors and auditor fee as proposed by the Audit Committee for further approval in the Annual General Meeting of Shareholders.

Agenda 7 : To consider and appoint audit committees who have completed their terms and determine audit committee's remuneration.

Directors' Opinion

After considering, the Board of Directors has agreed to reelect the same audit committee members for another term and proposed their remuneration for the year 2015 at 728,000 Baht. (In the year 2014 was 680,400 Baht)

Please be invited to the meeting as the date, time and venue as mentioned above. For those who are unable to join may appoint other person by filling in and sign the attached proxy form and send to the company secretary together with relevant documents, as mentioned in the attachment 6, before the meeting date. The company will open for registration from 9.00 a.m.

The company defines record date to determine shareholders who have a right to attend the Annual General Meeting of Shareholders on April 9, 2015 (Thu.) and date for closing the company share register book is on April 10, 2015 (Fri.) for TSD to collect shareholder' name in compliance with Section 225 of the Securities and Exchange Act B.E. 2535.

Yours sincerely,
Luckytex (Thailand) Public Company Limited



Mr. Yuichi Manabe
Chairman

LUCKYTEX (THAILAND) PUBLIC COMPANY LIMITED
MINUTES OF ANNUAL GENERAL MEETING OF SHAREHOLDERS NO. 1/2014
APRIL 28, 2014

The meeting was held at Crystal Ballroom, 2nd Fl. (Lobby Floor), Holiday Inn Bangkok Silom, at 10.00 a.m.

There were 235 shareholders and proxies attending the meeting with total 41,236,474 shares, which constituted a quorum to make the meeting effective.

The meeting was presided over by Mr. Warun Laoitthi, Chairman of the board of directors.

Participants

Directors and Managements;

- | | |
|-------------------------------|--|
| 1. Mr. Warun Laoitthi | Chairman |
| 2. Mr. Yuichi Manabe | Managing Director |
| 3. Mr. Li Kin Shing | Deputy Managing Director and Mill Manager (Mill-2) |
| 4. Mr. Mikio Kanda | Director and General Manager, Administration Division |
| 5. Mr. Kazuhiro Suzuki | Director and General Manager, Sales Division |
| 6. Mr. Suvanchai Urarungroj | Director and General Manager, Spun Fabrics Sales Dept. |
| 7. Mr. Puchong Temcharoen | Director and General Manager, Human Resource Dept. |
| 8. Mr. Bancha Kittipatanapong | Director and Mill Manager (Mill-1) |
| 9. Mr. Hirohito Minowa | Director and Mill Manager (Mill-3) |
| 10. Mr. Tsuyoshi Irisa | Director and Executive Advisor (Quality Management) (Mill-2) |
| 11. Mr. Ryosuke Chono | Director |
| 12. Mr. Prakrit Pradipasen | Chairman of Audit Committee |
| 13. Mr. Chaleo Wanasawat | Audit Committee |
| 14. Mr. Ekchai Chansue | Audit Committee |

Auditor

Mr. Sakda Kaothanthong KPMG Phoomchai Audit Limited

Agenda 1 To certify the minutes of the previous Annual General Meeting of Shareholders No. 1/2013 on April 30, 2013

The Chairman addressed the opening of the meeting and asked for the confirmation of the minutes of Annual General Meeting of Shareholders No. 1/2013 held on April 30, 2013.

The meeting considered and unanimously resolved to certify the minutes of the Annual General Meeting of Shareholders No. 1/2013 as the following results;

Agree	40,856,931	votes	Percentage	100
Disagree	0	votes	Percentage	0
Abstain	0	votes	Percentage	0

Agenda 2 To report the business results for the financial year 2013 of the company

The Chairman asked the Managing Director to report the results of the business operation for the financial year 2013 to the meeting. Managing Director reported operating results for the past year as shown in the messages from the Chairman and Managing Director in the Annual Report 2013 and explained current situation and future prospect to the meeting. Lastly, Managing Director introduce video presentation of the company's business activities on Industrial Material Products and environment.

Questions and comments from shareholders

1. Q : According to the explanation that the company has added more high value added products during the past few years, but why the gross profit margin has been decreasing so far?
A : The gross profit margin reduction will be worse if we did not change to new product and stayed the same. In Thailand, most companies in textile industry face with loss and intense competition from rivals as India and China, so if we did not change, we will not be able to obtain any profit especially in the situation of all cost up as explained earlier, they all brought our profit down. Therefore, we did in order to survive in the industry as well as looking for the future. We expect for the turnaround in the near future.
2. Q : So, what is the prospect? When will it be turnaround? Will the gross profit go up again or will it maintain at this level?
A : As for spun that we explained earlier, we planned to increase more for high value added products, in the year 2013, the portion of high value added product was 3% but it is still not enough. We planned to introduce many items of high value added products during 2014 – 2016 until it reaches 41%. In the year 2014, we started fabric for anti-bacteria or anti-odor and we expect the better operating results from this year 2014.
3. Q : How about the air bag business, will the gross profit margin increase and how is the plan of the company?
A : To increase our profit, we should increase our productivity, expand production capacity, as well as decrease and minimize our quality lost more as it is difficult to increase sale price for air bag.
4. Q : How the company does the Research and Development, the company does in Thailand or it is by Toray?
A : We are in the Toray Group and Toray has a large network in Japan, Europe and America. For example, air bag, we sell from 4 factories in Thailand, Japan, China and Europe. Through the network, we always exchange information and establish selling method for operating efficiency.

5. Q : Every year, the company purchase fiber substantially from Thai Toray Synthetics, an affiliated company, presently how is its business operation as in the past, its business is not good.
A : As for the Thai Toray Synthetics (TTS), since October 2011, TTS was suffered from immense flood, one of factory was so much damaged causing a huge loss to TTS in 2011 and 2012. Until the year 2013, all of production and operation were fully recovered together with TTS received flood indemnity from insurance company, then profit after tax of TTS in the year 2013 was much increased.
6. Q : How about Luckytex, will the gross profit margin reduce more than this?
A : Comparing to the year 2011, our gross profit margin reduced from 16% to 9% in the year 2013. However, as earlier explained by MD that the company attempts to reduce production of basic item and move to produce products with more value added which has higher price. Currently, we are in the starting period of changing our business to high value added product and we plan that the proportion of the high value added will continue to grow and reach 41% in the year 2016.
7. Q : In page 17 of annual report, purchasing from TTS 1.9 Billion Baht, how the price was fixed and how did KPMG review those invoice as the material is Nylon 66 which is not the common material and how did KPMG make sure the issue of transfer pricing for Luckytex shareholder?
A : In 2013, our main material for airbag, Nylon 66, was supplied by TTS. As for the price, there is a pricing formula fixed by TTS which calculated by combining 1) purchased material price of TTS 2) production cost of TTS and 3) add up the appropriate margin of TTS.
8. Q : According to data researching from website of Thai Custom Department, import and export of Thailand by HS code 5512 was 2.7 Billion Baht for the year 2013 while in page 16 of Luckytex's annual report mentioned export of textile is 35% of revenues or equal to 2.9 Billion Baht. Then, is it really accurate that LTX accounted for all of Thailand export of polyester?
A : 35% of export figure appears in our annual report combined all categories of our product segments, not only the spun polyester, therefore, these 2 figures cannot be compared as they came from different basis.
9. Q : As we purchased a great amount of material from the company that might have conflict of interest, how did KPMG audit and how is the opinion from KPMG on transfer pricing?
A : KPMG had been audited connected transaction as these transactions are part of auditing as prescribed in the accounting standard. After auditing by the methods in accordance with international standard, there are no unsatisfied issues, so we did not mention in the auditor's report but the pricing policy was disclosed in the notes to financial statement.

10. Q : The MD message mentioned that “the profit margin reduced due to unfavorable factors of sharply depreciation of yen”, how did the company manage to protect on exchange rate risk, does the company manage this through the currency derivative instrument?
- A : As we sold airbag to Japan which denominated in yen, a depreciation of yen caused reduction to our Baht revenue after converting. Our prevention, we try to manage by balancing foreign currencies, for new customers, we quote in US and Euro in order to reduce the foreign exchange risk in single currency. However, partial of the currency risk is under natural hedging as Luckytex has both import and export transaction. The remaining of foreign currency exposure, we increased to manage by forward contract from one-third to two-third. However, these financial risk managements will help only for a short term. To increase our profit, the more sustainable way is to strive producing new products to serve market demand. The cooperation between Sales and Production will enable us to develop and create new product with quality for our long run.
11. Q : How much does the company need for investment in order to improve to expected profit margin?
- A : For the machine investment, during 2011-2014, the company has invested more than our free cash flow. As explained earlier by MD, we have project to invest for more value added products such as increase product line in filament business from lining to outerwear as well as new product in spun and machine in air bag. During 2011 - 2014, machine investment is about 3,100 Million Baht. Currently, most of machine investment had been completed, therefore, from now, we try to manage to increase our free cash flow and pay for loan.
12. Q : As for air bag, how much of our market shares and how much affect of fluctuation of raw material price to our profit margin?
- A : Our customers of air bag are manufacturers of automobile parts and supply to car maker. 80% of our customers are Japanese car maker. Cost of air bag is varied to raw material Nylon 66. We have the formula to calculate selling price, therefore, an increase or decrease of the reference price of raw material, it will be adjusted into the selling price.

The meeting acknowledged as reported.

Agenda 3 To deliberate and approve the Financial Statements for the financial year 2013, ended December 31, 2013

The Chairman explained items in the audited Financial Statements for the financial year 2013 as at the end of December 31, 2013 to the meeting.

The meeting considered and unanimously resolved to approve the audited Financial Statements for the financial year 2013 as the following results;

Agree	41,236,473	votes	Percentage	100
Disagree	0	votes	Percentage	0
Abstain	0	votes	Percentage	0

Agenda 4 To deliberate and approve an appropriation of retained earnings and pay dividend for the year 2013

The company considers the dividend payment depending upon operating result, financial status and structure and investment plan. In compliance with the Articles of Association No.43, the Board of Directors proposed the appropriation of retained earnings of 2.50 Baht per share in the total amount of 129,600,000 Baht for the financial year 2013. This rate is 59% of the Company's profit for the year 2013. This amount had been paid for the interim dividend as per the resolution of the board meeting No. 5/2013 dated September 25, 2013 at 1.25 Baht per share in the total of 64,800,000 Baht. Therefore, the balance to be paid for this time would be 1.25 Baht per share (from retained earnings subjected to income tax rate of 30%) in the total amount of 64,800,000 Baht. The record date to determine shareholders who have a right to receive dividend is on April 10, 2014 (Thu.) and date for closing the company share register book is on April 11, 2014 (Fri.) for TSD to collect shareholders' name in compliance with Section 225 of the Securities and Exchange Act B.E. 2535. The dividend will be paid on May 27, 2014 (Tue.). The Board of Directors then regarded to propose this to the shareholders' meeting for approval.

The meeting considered and voted approve an appropriation of retained earnings and pay dividend for the year 2013 with the majority votes of approval as the following results;

Agree	41,218,273	votes	Percentage	99.96
Disagree	18,200	votes	Percentage	0.04
Abstain	0	votes	Percentage	0

Agenda 5 To elect directors replacing those who have completed their term

In Compliance with the Public Company Limited Act Section 71 and the Articles of Association No.18 which regulated that one-third of directors shall vacate office on the Annual General Meeting of Shareholders and these directors can be re-elected for another term. Vacated directors in this year are;

Mr. Yuichi Manabe	Dr. Delman Lee
Mr. Suvanchai Urarungroj	Mr. Chleo Wanasawat
and Mr. Ekchai Chansue	

After considering, the Board of Directors has regarded to re-elect these directors whose term has completed to be the directors for another term. Therefore, total No. of directors are 15 persons be composed of

1. Mr. Warun Laoitthi
2. Mr. Yuichi Manabe
3. Mr. Li Kin Shing
4. Dr. Delman Lee
5. Mr. Mikio Kanda
6. Mr. Kazuhiro Suzuki
7. Mr. Suvanchai Urarungroj
8. Mr. Puchong Temcharoen
9. Mr. Bancha Kittipatanapong
10. Mr. Hirohito Minowa
11. Mr. Tsuyoshi Irida
12. Mr. Ryosuke Chono
13. Mr. Prakit Pradipasen
14. Mr. Chaleo Wanasawat
15. Mr. Ekchai Chansue

The meeting considered and unanimously resolved to elect director individually as the following results;

To re-elect Mr. Yuichi Manabe

Agree	41,236,473	votes	Percentage	100
Disagree	0	votes	Percentage	0
Abstain	0	votes	Percentage	0

To re-elect Dr. Delman Lee

Agree	41,236,473	votes	Percentage	100
Disagree	0	votes	Percentage	0
Abstain	0	votes	Percentage	0

To re-elect Mr. Suvanchai Urarungroj

Agree	41,236,473	votes	Percentage	100
Disagree	0	votes	Percentage	0
Abstain	0	votes	Percentage	0

To re-elect Mr. Chaleo Wanasawat

Agree	41,236,473	votes	Percentage	100
Disagree	0	votes	Percentage	0
Abstain	0	votes	Percentage	0

To re-elect Mr. Ekchai Chansue

Agree	41,236,473	votes	Percentage	100
Disagree	0	votes	Percentage	0
Abstain	0	votes	Percentage	0

Agenda 6**To appoint the company auditor and determine an auditor fee for the year 2014**

In Compliance with the Public Company Limited Act Section 120 and the Articles of Association No. 43 which regulate an appointment of auditor and determination of auditor fee in the Annual General Meeting of Shareholder every year. In addition, by SEC regulations, reappointment of the same auditor can be done only not exceeding 5 consecutive financial years. However, the company can appoint the same auditor after 2 consecutive financial years had been passed.

After considering, the Audit Committee has proposed to appoint 4 auditors;

Name	CPA No.	Auditing Firm
Mr. Sakda Kaothanthong	4628	KPMG Phoomchai Audit Ltd.
Mr. Santi Pongjareanpit	4623	KPMG Phoomchai Audit Ltd.
Mr. Vichien Thamtrakul	3183	KPMG Phoomchai Audit Ltd.
Mr. Veerachai Ratanajaratkul	4323	KPMG Phoomchai Audit Ltd.

and propose to determine an auditor fee for the year 2014 at 1,410,000 Baht, increased from 1,380,000 Baht from the previous year. The Board of Directors has regarded to propose auditors and auditor fee as proposed by the Audit Committee for further approval in the Annual General Meeting of Shareholders.

The meeting considered and unanimously resolved to appoint the company auditor and determine an auditor fee for the year 2014 with as the following results;

Agree	41,236,474	votes	Percentage	100
Disagree	0	votes	Percentage	0
Abstain	0	votes	Percentage	0

Agenda 7**To deliberate and approve the change of accounting period from 1 January - 31 December of every year to 1 April - 31 March of every year**

To comply with the International Financial Reporting Standard and make it more efficient financial management, the company is requested to change our accounting period to unify the accounting period in Toray Group. Therefore, the Board of Directors has regarded to change our accounting period from 1 January - 31 December to 1 April - 31 March every year. However, before the new accounting period can be executed, by the tax regulation of the Revenue Code, it does not allow the company to have accounting period more than 12 months, the company has to firstly close the 3 months accounting period from 1 January - 31 March 2015 and start the new cycle of accounting period from 1 April 2015 - 31 March 2016 onward.

The meeting considered and unanimously resolved to approve the change of accounting period from 1 January - 31 December of every year to 1 April - 31 March of every year as the following results;

Agree	41,236,474	votes	Percentage	100
Disagree	0	votes	Percentage	0
Abstain	0	votes	Percentage	0

Agenda 8 To approve the amendment of the Articles of Association Clause 44 to be in accordance with the change of accounting period.

Due to the change of accounting period and under Thailand law and regulations, the Board of Directors proposed to amend the Articles of Association Clause 44 which prescribe that “The fiscal year of the Company commences on the first of January and ends on the thirty-first of December every year” to be “The fiscal year of the Company commences on the first of April and ends on the thirty-first of March every year”. However, the Company will do further process to request the approval of the relevant Government Authorities, notify such change to the relevant Government Authorities together with register the amendment of Articles of Association with the Ministry of Commerce after the approval of Shareholders’ Meeting.

The meeting considered and unanimously resolved to approve the amendment of the Articles of Association Clause 44 to be in accordance with the change of accounting period as the following results;

Agree	41,236,474	votes	Percentage	100
Disagree	0	votes	Percentage	0
Abstain	0	votes	Percentage	0

Question and comments from shareholders

13. Q : As disclosed in the annual report about company policy on corporate ethics and transparency standard, how about the anti-corruption policy, does the company have policy or guideline on this issue and recently IOD has anti-corruption guideline and project for company to participate, is the company interested to join this project?
- A : With our policy on CSR and corporate ethics and legal compliance, we have to comply with related laws and regulation. As for the anti-corruption issue, it is also written under the policy of corporate ethics and legal compliance. About the project from IOD, the company is also interested to join.

The meeting adjourned at 11.40 a.m.



Mr. Warun Laoitthi
The Chairman

บริษัท ลัคกี้เท็กซ์ (ไทย) จำกัด (มหาชน)
LUCKYTEX (THAILAND) PUBLIC COMPANY LIMITED
รายละเอียดการเสนอขอจัดสรรกำไรสะสม
PROPOSED APPROPRIATION OF RETAINED EARNINGS
สำหรับงบการเงินประจำปีสิ้นสุดวันที่ 31 ธันวาคม 2557
For the Financial year end as of Dec 31, 2014

	บาท / Baht	
	งบการเงินที่แสดงเงินลงทุน ตามวิธีส่วนได้เสีย Financial Statement in which the Equity Method is applied	งบการเงินเฉพาะกิจการ (เงินลงทุนตามราคาทุน) Separate Financial Statements (Cost Method)
กำไรสะสมที่ยังไม่ได้จัดสรรยกมาต้นงวด	3,362,740,881	2,825,813,542
Unappropriated Retained Earnings Beginning Balance		
การเปลี่ยนแปลงนโยบายการบัญชี	(59,006,726)	(59,006,726)
Change in Accounting Policy		
กำไรสะสมที่ยังไม่ได้จัดสรรยกมาต้นงวด-ที่ปรับปรุงแล้ว	3,303,734,155	2,766,806,816
Unappropriated Retained Earning Beginning Balance after restated		
กำไร (ขาดทุน) เบ็ดเสร็จ สำหรับงบการเงินปี 2557	453,503,660	364,596,164
Other comprehensive income for the financial year 2014		
หักเงินปันผลจ่าย / Less Dividends Payment		
งวดสุดท้ายประจำปีงบการเงิน 2556 (1.25 บาทต่อหุ้น)	(64,800,000)	(64,800,000)
Final Dividends payment for the financial year 2013		
งวดระหว่างกาลประจำปีงบการเงิน 2557	(64,800,000)	(64,800,000)
Interim Dividends of financial year 2014		
กำไรสะสมที่ยังไม่ได้จัดสรรยกไปปลายงวด	<u>3,627,637,815</u>	<u>3,001,802,980</u>
Unappropriated Retained Earning Ending Balance		
เสนอขอจัดสรรเป็น / Proposed For		
งวดสุดท้ายประจำปีงบการเงิน 2557 (1.25 บาทต่อหุ้น)	(64,800,000)	(64,800,000)
Final Dividends payment for the financial year 2014 (1.25 Baht per share)		
กำไรสะสมที่ยังไม่ได้จัดสรรคงเหลือ	<u>3,562,837,815</u>	<u>2,937,002,980</u>
Unappropriated Retained Earning Balance		
เงินปันผลจ่ายประจำปี 2557		
Dividends payment for the financial year 2014		
เงินปันผลระหว่างกาลประกาศจ่ายเมื่อวันที่ 29 กันยายน 2557 (1.25 บาทต่อหุ้น)	64,800,000	64,800,000
Interim Dividends declared on September 29, 2014 (1.25 Baht/share)		
ขออนุมัติจ่ายเงินปันผลงวดสุดท้าย (1.25 บาทต่อหุ้น)	<u>64,800,000</u>	<u>64,800,000</u>
Proposed for Final Dividends payment (1.25 Baht/share)		
รวมเงินปันผลประจำปี 2557 (2.50 บาทต่อหุ้น)	<u>129,600,000</u>	<u>129,600,000</u>
(จ่ายจากกำไรสะสมที่เสียภาษีเงินได้ฯ อัตราร้อยละ 30)		
Total Dividend for the year 2014 (2.50 Baht per share)		
(paid from retained earnings after income tax 30%)		

Profile of re-elected directors proposed to shareholders' meeting**Mr. Prakit Pradipasen**

Type of Director	Independent Director
Present Position	Chairman of Audit Committee Luckytex (Thailand) Public Company Limited
Age	72 Years
Nationality	Thai
Education Background	Master of Business Administration, Wayne State University, USA
Training	Director Accreditation Program (DAP) Year 2003
Company's Shareholding	None
No. of years as Director	25 Years (as of December 31, 2014)
Work Experience	1976-1999 Director and Vice President, Siam Commercial Bank PCL. 1971-1976 Vice President, Corporate Finance Department, Bangkok First Investment & Trust 1965-1971 2 nd Grade Budget Analyst, The Bureau of the Budget Office of the Prime Minister

**Information of being directors or executives in listed companies / other companies**

Other listed companies		Other non-listed companies	Positions in rival companies / business related companies	
No.	Position / Company Name	No.	No.	Position / Company Name
9	Chairman 1. Asian Marine Services PCL. 2. Diamond Roofing Tiles PCL. 3. The Erawan Group PCL. Director and Chairman of Audit Committee 4. Haad Thip PCL. 5. Bata Shoe of Thailand PCL. 6. Supalai PCL. Director and Audit Committee 7. Thai Carbon Black PCL. 8. The Minor Group PCL. Director 9. Susco PCL.	3	None	None

Profile of re-elected directors proposed to shareholders' meeting

Mr. Ryosuke Chono

Type of Director	External Director
Present Position	Director
	Luckytex (Thailand) Public Company Limited
Age	64 Years
Nationality	Japanese
Education Background	Bachelor Degree, Textile Engineering Kyoto Institute of Technology, Japan
Training	-
Company's Shareholding	None
No. of years as Director	1 Years 6 Months (as of December 31, 2014)
Work Experiences	2011 Chairman of the Board & President Toray Sakai Weaving & Dyeing (Nantong) Co., Ltd.
	2005 General Manager, Textiles Technical Application Dept. and General Manager on Special Assignment, Technology Center Application Dept.
	2001 Vice President Toray Textiles Europe Ltd.
	1999 Director and Mill Manager (Mill-1) Luckytex (Thailand) Public Company Limited



Information of being directors or executives in listed companies / other companies

Other listed companies		Other non-listed companies	Positions in rival companies / business related companies	
No.	Position / Company Name	No.	No.	Position / Company Name
1	Director / Thai Toray Textile Mills PCL.	5	None	None

Profile of re-elected directors proposed to shareholders' meeting

Mr. Tsukasa Shiba

Type of Director	Executive Director
Present Position	Director and General Manager, Sales Division Luckytex (Thailand) Public Company Limited
Age	52 Years
Nationality	Japanese
Education Background	Bachelor Degree of Law, Keio University, Japan
Training	-
Company's Shareholding	None
Work Period as Director	8 Months (as of December 31, 2014)
Work Experience	2010 General Manager, Sports Wear & Clothing Materials Fabrics Sales Dept. Toray Industries, Inc. 2002 Deputy General Manager, Sales Dept. Toray Sakai Weaving & Dyeing (Nantong) Co., Ltd. 2001 Senior Staff, Fibers & Textiles Sales Div., Shanghai 2000 Senior Staff, Osaka Woven Fabrics Sales Sect.



Information of being directors or executives in listed companies / other companies

Other listed companies		Other non-listed companies	Positions in rival companies / business related companies	
No.	Position / Company Name	No.	No.	Position / Company Name
None	None	1	None	None

Mr. Bancha Kittipatanapong

Type of Director	Executive Director
Present Position	Director and Mill Manager (Mill-1) Luckytex (Thailand) Public Company Limited
Age	61 Years
Nationality	Thai
Education Background	Electronic, Pathumwan Institute of Technology
Training	-
Company's Shareholding	None
No. of years as Director	6 Years 6 Months (as of December 31, 2014)
Work Experience in Luckytex (Thailand) Public Company Limited	2005 Operating Associate Director, Engineering Dept., Mill 1 and Assistant Mill Manager (Mill-1) 1999 General Manager, Engineering Dept., Mill 1



Information of being directors or executives in listed companies / other companies

Other listed companies		Other non-listed companies	Positions in rival companies / business related companies	
No.	Position / Company Name	No.	No.	Position / Company Name
None	None	None	None	None

Profile of re-elected directors proposed to shareholders' meeting

Mr. Tsuyoshi Irisa

Type of Director	Executive Director
Present Position	Director and Executive Advisor (Quality Management) (Mill-2) Luckytex (Thailand) Public Company Limited
Age	41 Years
Nationality	Japanese
Education Background	Master of Engineering, Nagoya Institute of Technology
Training	-
Company's Shareholding	None
No. of years as Director	3 Years (as of December 31, 2014)
Work Experiences	2007 Assistant Manager, Textiles Technical Dept. Toray Industries, Inc. 2007 General Manager, Technical Div. Toray Sakai Weaving & Dyeing (Nantong) Co., Ltd. 2004 Manager, Dyeing Sect. Toray Sakai Weaving & Dyeing (Nantong) Co., Ltd. 2000 Textile Development Center Toray Industries, Inc.



Information of being directors or executives in listed companies / other companies

Other listed companies		Other non-listed companies	Positions in rival companies / business related companies	
No.	Position / Company Name	No.	No.	Position / Company Name
None	None	None	None	None

Guideline for registration, proxy and documents to be presented to attend the shareholders meeting

For convenience of registration, **the meeting participant, please bring along the Barcode registration form which was enclosed with the invitation letter to the meeting registration.**

The company has sent proxy (Form B) which Department of Business Development, Ministry of Commerce has prescribed to be used in any shareholders meeting and it provides more definite details of the authorization that shareholders can vote by agenda.

Documents to be shown before attend the meeting (up to condition)

1. Shareholder is an individual person

1.1 Attendance in person;

- a) The registration form sent by the company
- b) A valid official ID card in which a photograph is shown such as personal ID card, driving license, or passport.

1.2 Attendance by proxy:

- a) The registration form sent by the company
- b) Proxy form B as attached which is completely filled and signed by both the grantor (the shareholder) and the proxy; affixed of duty stamp in the amount of 20 Baht is required.
- c) A Certify true copy of the shareholder's official documents such as ID card, driving license or passport
- d) An original official document in which a photograph is shown of proxy such as ID card, driving license or passport.

2. Shareholder is a juristic person

2.1 Attendance by the representative (authorized director) of the shareholder:

- a) The registration form sent by the company
- b) An original official documents of the authorized director such as ID card, driving license or passport.
- c) A certify true copy of the company Affidavit or Certificate of Incorporation of the shareholder showing the name of authorized director has the authority to act on behalf of the shareholder/company.

2.2 Attendance by proxy

- a) The registration form sent by the company
- b) Proxy form B as attached which is completely filled and signed by both the grantor (the shareholder/authorized director) and the proxy; affixed of duty stamp in the amount of 20 Baht is required.
- c) A certify true copy of valid evidence of the authorized director(s) signing the Proxy Form.
- d) A certify true copy of the company Affidavit or Certificate of Incorporation of the shareholder showing the name of authorized director has the authority to act on behalf of the shareholder/company.
- e) An original official document in which a photograph is shown of proxy such as ID card, driving license or passport.

**Articles of Association
of
Luckytex (Thailand) Public Company Limited
(particular for the meeting of shareholders)**

**CHAPTER 5
MEETING OF SHAREHOLDERS**

32. The Board of Directors shall hold the annual ordinary meeting of shareholders within 4 months from the date ending the account period of the Company. Other meeting of shareholders in addition to the afore-mentioned meeting shall be called 'Extra-ordinary Meetings'. The Board of Directors may convene an Extra-ordinary Meeting of Shareholders any time it deems expedient. Shareholders holding an aggregate number of shares not less than one-fifth of the total number of shares sold or shareholders in the number not less than twenty-five holding an aggregate number of shares not less than one-tenth of the total number of shares sold may subscribe their name to a notice requesting the Board of Directors to convene an Extra-ordinary Meeting of Shareholders at any time but they must also specify reasons for such request in the notice. In such case, the Board of Directors must arrange for a meeting of shareholders within one month from the date of receipt of the notice.
33. In convening a meeting of shareholders, the Board of Directors shall issue a notice of meeting specifying place, date, time, agenda, and matters to be set forth to the meeting together with reasonable details by specifying expressly as to the matters to be set forth to the meeting for information, approval, or consideration, as the case may be including opinion of the Board of Directors on said matters, and send the same to the shareholders for information not less than 7 days before the date of the meeting. Besides, the notice of meeting shall also be announced in a newspaper for not less than 3 days before the date of the meeting.
34. The Board of Directors shall send the documents specified by law with the notice of the annual ordinary meeting of shareholders to the shareholders.
35. There must be shareholders and proxies (if any) present at the meeting in a number not less than 25 or not less than one-half of the total number of shareholders and representing any aggregate number of shares not less than one half of the total number of sold shares to constitute a quorum, unless otherwise provided by the Law of Limited Public Company.
36. In the event at any meeting of shareholders, upon the lapse of one hour from the time fixed for the meeting commencement, number of the shareholders present is insufficient to form a quorum pursuant to section 35, if such meeting is convened because the shareholders have requested, it shall be cancelled. If such meeting is convened not because the shareholders have requested, it shall be reconvened and the notice of meeting shall be sent to the shareholders not less than 7 days in advance of the date of the meeting. In the subsequent meeting no quorum is required.

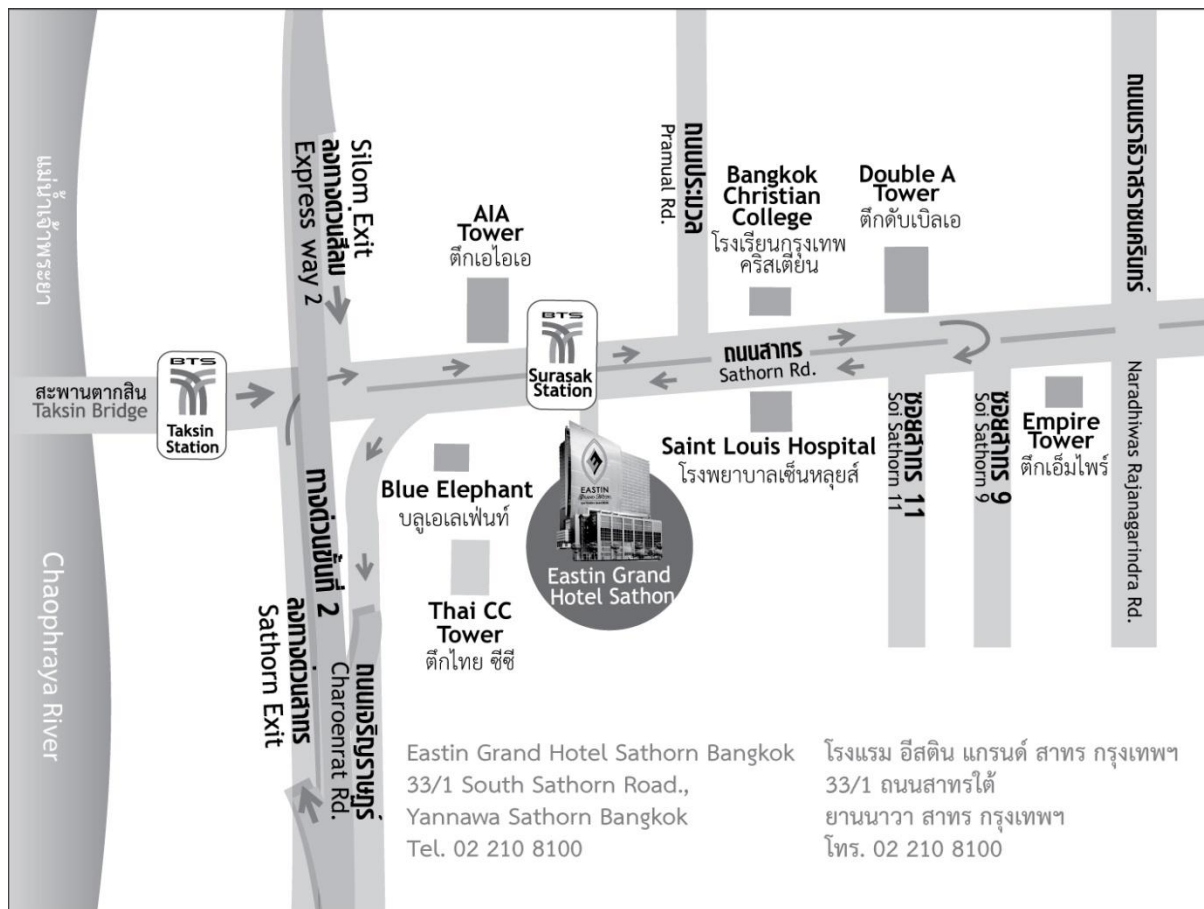
**Articles of Association
of
Luckytex (Thailand) Public Company Limited
(particular for the meeting of shareholders)**

37. The Chairman of Board of Directors shall preside over the meeting of shareholders. In the event the Chairman is absent or unable to perform the duty, the Vice-chairman shall act as the meeting chairman. If a Vice-chairman does not exist or exists but unable to perform the duty, the shareholders present shall elect one shareholder to act as the meeting chairman.
38. The chairman of the meeting of shareholders has duties to conduct the meeting to be in order of the agenda as arranged in the notice of meeting, unless the meeting resolves to change order of the agenda with votes not less than two- thirds of the number of shareholders present.
39. Every shareholders have rights to attend the meeting no matter which kind of meeting at any time.
40. Every shareholders may authorize other persons as proxies to attend and vote on their behalves. The written authorization as fixed by the Registrar shall be submitted to the chairman or the person designated by the chairman at the place of the meeting before the proxy attends the meeting.
41. In voting, no matter by which means, one share is regarded as one vote. Any shareholder who has special interest in any matter shall have no right to vote on such matter, except in the election of directors.

Voting that is regarded that one share has one vote shall not apply to the case where the Company has issued preference shares and has designated that they are entitled to voting right less than that of ordinary shares.

42. Unless otherwise provided by the Law of Limited Public Company or by the Regulation, a resolution of the meeting of shareholders shall be supported by the majority of votes of the shareholders present and voting. In the event of a tie, the meeting chairman shall have the casting vote.
43. Business to be transacted in the annual ordinary meeting of shareholders at least shall have the followings:
 - (1) To acknowledge the annual report of the Board of Directors.
 - (2) To approve the Balance Sheet and Profit & Loss Account.
 - (3) To approve the allocation of the profit.
 - (4) To elect directors.
 - (5) To appoint the auditor and to fix the auditing remuneration.

Map of Eastin Grand Hotel Sathorn Bangkok



Eastin Grand Hotel Sathorn Bangkok

Tel : 02-210-8100

www.eastingrandsathorn.com



บริษัท ลัคกี้เท็กซ์ (ไทย) จำกัด (มหาชน)
Luckytex (Thailand) Public Company Limited

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