



TLUXE/CS/SET/2561-009

July 16, 2018

Subject: Resolutions of the Extraordinary General Meeting of the Shareholders No. 1/2018

To: The President

The Stock Exchange of Thailand (SET)

Thai Luxe Enterprises Public Company Limited would like to report the resolutions of the Extraordinary General Meeting of the Shareholders No. 1/2018, held on July 16, 2018 at 01.30 PM. At the beginning of the meeting, there were 36 shareholders attended in person and by proxy, equivalent to 250,267,624 shares or 44.45% of total paid up capital 563,050,687 shares which a quorum as prescribed in the Company's Articles of Association. The resolutions of each agenda were as follows:

Agenda 1 To consider and certify the Minutes of Annual Ordinary General Meeting of the Shareholders 2018
Resolution The Meeting approved the Minutes of Annual Ordinary General Meeting of the Shareholders 2018. The Meeting unanimously resolved to approve this agenda by majority votes of the shareholders present in the meeting and cast their votes as follows:

- Approved 250,267,624 votes, representing 100.00 % of shareholders attending the Meeting and casting their votes.
- Disapproved 0 vote, representing 0.00 % of shareholders attending the Meeting and casting their votes.
- Abstained 0 vote.*
- Invalid 0 vote.*

* Excluding the abstained votes and invalid votes from the calculation base

Agenda 2 To consider and approve the Company's business restructuring plan by way of partial business transfer to its subsidiary
Resolution The Meeting approved the Company's business restructuring plan by way of partial business transfer to its subsidiary. The Meeting unanimously resolved to approve this agenda by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote as follows:

- Approved 250,267,624 votes, representing 100.00 % of shareholders attending the Meeting and having the right to vote.
- Disapproved 0 vote, representing 0.00 % of shareholders attending the Meeting and having the right to vote.

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สำนักงานเพชรบุรี : 62-62/1 ม.2 ถ.รพช.-อู่ตะเภา ต.หนองชุมพล อ.เขาย้อย จ.เพชรบุรี 76140
สำนักงานสมุทรสงคราม : 69/5 ม.5 ต.พระราม2 ต.บางขันแตก อ.เมือง จ.สมุทรสงคราม 75000
สำนักงานกรุงเทพฯ : 1768 อาคารไทยซัมมิททาวเวอร์ ชั้น 24 ต.เพชรบุรีตัดใหม่ แขวงบางกะปิ เขตห้วยขวาง กรุงเทพฯ 10310
สำนักงานสงขลา : 98 ม.13 ต.พรหมเทพ อ.1232 ต.เขาพระยืน อ.ควนเนียง จ.สงขลา 90220
e-mail : qms@thailuxe.com , bkk@thailuxe.com , www.thailuxe.com , www.facebook.com/thailuxe

โทร./TEL : (032) 447681-8 โทรสาร/FAX : (032) 447-689
โทร./TEL : (034) 771444
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- Abstained 0 vote. representing 0.00 % of shareholders attending the Meeting and having the right to vote.

- Invalid 0 vote. representing 0.00 % of shareholders attending the Meeting and having the right to vote.

Agenda 3 To consider and approve the appointment of the Company's auditor to certify the status of affiliation between the Company and the Subsidiary to be established for acceptance of partial business transfer

Resolution The Meeting approved the appointment of the Company's auditor to certify the status of affiliation between the Company and the Subsidiary to be established for acceptance of partial business transfer. The Meeting unanimously resolved to approve this agenda by majority votes of the shareholders present in the meeting and cast their votes as follows:

- Approved 250,267,624 votes, representing 100.00 % of shareholders attending the Meeting and casting their votes.

- Disapproved 0 vote, representing 0.00 % of shareholders attending the Meeting and casting their votes.

- Abstained 0 vote.*

- Invalid 0 vote.*

* Excluding the abstained votes and invalid votes from the calculation base

Agenda 4 To consider the amendment of the Company's business objectives and approve the amendment of Clause 3 Business objectives of the Memorandum of Association to be in line with the amendment of the Company's business objectives

Resolution The Meeting approved the amendment of the Company's business objectives and approve the amendment of Clause 3 Business objectives of the Memorandum of Association to be in line with the amendment of the Company's business objectives. The Meeting unanimously resolved to approve this agenda by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote as follows:

- Approved 250,267,624 votes, representing 100.00 % of shareholders attending the Meeting and having the right to vote.

- Disapproved 0 vote, representing 0.00 % of shareholders attending the Meeting and having the right to vote.

- Abstained 0 vote. representing 0.00 % of shareholders attending the Meeting and having the right to vote.

- Invalid 0 vote. representing 0.00 % of shareholders attending the

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Meeting and having the right to vote.

Agenda 5 To consider and approve the issuance and allocation of warrants to purchase newly issued ordinary shares of the Company No. 3 (TLUXE-W3) to the Company's existing shareholders, in accordance with shareholding percentage (Right Offering)

Resolution The Meeting approved the issuance and allocation of warrants to purchase newly issued ordinary shares of the Company No. 3 (TLUXE-W3) to the Company's existing shareholders, in accordance with shareholding percentage (Right Offering) in an amount of not exceeding 140,762,672 units. The Meeting unanimously resolved to approve this agenda by majority votes of the shareholders present in the meeting and cast their votes as follows:

- Approved 250,267,624 votes, representing 100.00 % of shareholders attending the Meeting and casting their votes.
- Disapproved 0 vote, representing 0.00 % of shareholders attending the Meeting and casting their votes.
- Abstained 0 vote.*
- Invalid 0 vote.*

* Excluding the abstained votes and invalid votes from the calculation base

Agenda 6 To consider and approve the issuance, offering and allocation of newly issued convertible debentures with the right of conversion into the Company's ordinary shares by way of private placement (which is high net worth investors and/or institutional investors)

Resolution The Meeting approved the issuance, offering and allocation of newly issued convertible debentures with the right of conversion into the Company's ordinary shares by way of private placement (which is high net worth investors and/or institutional investors) in an amount of not exceeding 980,000 units at the offering price of Baht 1,000 per unit, representing the total offering value of not exceeding Baht 980,000,000 by way of private placement to high net-worth investors and/or institutional investors. The Meeting unanimously resolved to approve this agenda by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote as follows:

- Approved 250,267,624 votes, representing 100.00 % of shareholders attending the Meeting and having the right to vote.
- Disapproved 0 vote, representing 0.00 % of shareholders attending the Meeting and having the right to vote.
- Abstained 0 vote. representing 0.00 % of shareholders attending the Meeting and having the right to vote.
- Invalid 0 vote. representing 0.00 % of shareholders attending the

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Meeting and having the right to vote.

Agenda 7 To consider and approve the Company's registered capital decrease

Resolution The Meeting approved the Company's registered capital decrease by Baht 5,400,833, from the current registered capital of Baht 568,451,520 to be Baht 563,050,687, by way of cancellation of 5,400,833 ordinary shares at the par value of Baht 1 per share, which were not issued to accommodate the warrants to purchase ordinary shares for capital increase of Thai Luxe Enterprises Public Company Limited No. 2 (TLUXE-W2) and the warrants to purchase ordinary shares for capital increase offered to the Company's directors and employees No. 2 (ESOP-W2), after expiration of their respective last exercise periods. The Meeting unanimously resolved to approve this agenda by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote as follows:

- Approved 250,267,624 votes, representing 100.00 % of shareholders attending the Meeting and having the right to vote.
- Disapproved 0 vote, representing 0.00 % of shareholders attending the Meeting and having the right to vote.
- Abstained 0 vote. representing 0.00 % of shareholders attending the Meeting and having the right to vote.
- Invalid 0 vote. representing 0.00 % of shareholders attending the Meeting and having the right to vote.

Agenda 8 To consider and approve the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the Company's registered capital decrease

Resolution The Meeting approved the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the Company's registered capital decrease. The Meeting unanimously resolved to approve this agenda by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote as follows:

- Approved 250,267,624 votes, representing 100.00 % of shareholders attending the Meeting and having the right to vote.
- Disapproved 0 vote, representing 0.00 % of shareholders attending the Meeting and having the right to vote.
- Abstained 0 vote. representing 0.00 % of shareholders attending the Meeting and having the right to vote.
- Invalid 0 vote. representing 0.00 % of shareholders attending the Meeting and having the right to vote.

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 สำนักงานสมุทรสงคราม : 69/5 ม.5 ต.พระราม2 ต.บางขันแตก อ.เมือง จ.สมุทรสงคราม 75000
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Agenda 9 To consider and approve the Company's registered capital increase

Resolution The Meeting approved the Company's registered capital increase by Baht 280,762,672, from the current registered capital of Baht 563,050,687 to be Baht 843,813,359, by way of issuance of not exceeding 280,762,672 ordinary shares for capital increase at the par value of Baht 1 per share, as per the following details:

- 1) Capital increase by Baht 140,762,672, by way of issuance of 140,762,672 ordinary shares for capital increase at the par value of Baht 1 per share to accommodate the exercise of the Warrants; and
- 2) Capital increase by Baht 140,000,000, by way of issuance of 140,000,000 ordinary shares for capital increase at the par value of Baht 1 per share to accommodate the conversion of the Convertible Debentures.

The Meeting unanimously resolved to approve this agenda by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote as follows:

- Approved 250,267,624 votes, representing 100.00 % of shareholders attending the Meeting and having the right to vote.
- Disapproved 0 vote, representing 0.00 % of shareholders attending the Meeting and having the right to vote.
- Abstained 0 vote. representing 0.00 % of shareholders attending the Meeting and having the right to vote.
- Invalid 0 vote. representing 0.00 % of shareholders attending the Meeting and having the right to vote.

Agenda 10 To consider and approve the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the Company's registered capital increase

Resolution The Meeting approved the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the Company's registered capital increase. The Meeting unanimously resolved to approve this agenda by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote as follows:

- Approved 250,267,624 votes, representing 100.00 % of shareholders attending the Meeting and having the right to vote.
- Disapproved 0 vote, representing 0.00 % of shareholders attending the Meeting and having the right to vote.
- Abstained 0 vote. representing 0.00 % of shareholders attending the Meeting and having the right to vote.

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- Invalid 0 vote. representing 0.00 % of shareholders attending the Meeting and having the right to vote.

Agenda 11 To consider and approve the allocation of newly issued ordinary shares for capital increase of the Company to accommodate the exercise of warrants to be issued and allocated to the Company's existing shareholders according to their shareholding percentage (Right Offering) and to accommodate the conversion of the Convertible Debentures to be issued, offered and allocated by way of private placement to high net-worth investors and/or institutional investors

Resolution The Meeting approved the allocation of newly issued ordinary shares of not exceeding 280,762,672 shares for capital increase of the Company at the par value of Baht 1 per share, as per the following details:

- 1) Allocation of not exceeding 140,762,672 ordinary shares for capital increase at the par value of Baht 1 per share to accommodate the exercise of the Warrants; and
- 2) Allocation of not exceeding 140,000,000 ordinary shares for capital increase at the par value of Baht 1 per share to accommodate the conversion of the Convertible Debentures.

The Meeting unanimously resolved to approve this agenda by majority votes of the shareholders present in the meeting and cast their votes as follows:

- Approved 250,267,624 votes, representing 100.00 % of shareholders attending the Meeting and casting their votes.
- Disapproved 0 vote, representing 0.00 % of shareholders attending the Meeting and casting their votes.
- Abstained 0 vote.*
- Invalid 0 vote.*

* Excluding the abstained votes and invalid votes from the calculation base

Please be informed accordingly.

Yours sincerely,

(Mr.Suwit Wannasirisook)

Director of Accounting/Finance

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