



บริษัท ไทยรับเบอร์ลาเท็กซ์คอร์ปอเรชั่น (ประเทศไทย) จำกัด (มหาชน)  
THAI RUBBER LATEX CORPORATION (THAILAND) PUBLIC COMPANY LIMITED.

สำนักงาน : 99/1-3 หมู่ 13 ถนนบางนา-ตราด กม.7 ตำบลบางแก้ว อำเภอบางพลี จังหวัดสมุทรปราการ 10540  
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## MINUTES OF EXTRAORDINARY GENERAL SHAREHOLDERS MEETING NO.1/2010. ON 22<sup>nd</sup> JUNE 2010

Meeting was held on the second floor of the Thai Rubber Latex Bldg., 99/1-3 Moo 13, Bangna-Trad Rd., Km.7 Bangplee, Samutprakarn 10540

Total of 44 shareholders and their proxies representing 21,595,939 common shares made the forum. The meeting was led by Mr.Vorathep Wongsasuthikul, Chairman of the Shareholders Meeting.

The meeting started at 09:12 am. with the agenda as follows:

**Agenda 1** : To approve the Annual General Meeting of Shareholders No.1/2010.

The amended minutes of the Ordinary Meeting No.1/2010 held on April 23,2010 was proposed to consider and adopt.

The meeting of shareholders adopted the minutes of the Ordinary meeting No.1/2010 which was unanimously certified by 44 members ( 21,595,939 common shares).

**Agenda 2** : Approve of reduction of capital, By cutting ordinary shares are not sold and removed.

Chairman informed the meeting that the company has registered capital Baht 500 million, which divide 50,000,000 ordinary shares at par value shares at 10 baht have not released the number of shares to 22,736,894 appropriate. And are consistent with the stock split. Increased capital in the current situation, requested the meeting to consider a capital reduction has not released above this.

The meeting approved. Unanimously to reduce its registered capital from Baht 500 million by cutting remaining 272,631,060 ordinary shares of has not released the number of 22,736,894 shares at par 10 resolution of 44 shareholders representing 21,595,939 shares.

**Agenda 3** : To approve an amendment 4. In order to be consistent with the reduction of capital.

Chairman informed the meeting that to be consistent with the reduction of capital by the second term. Requested the meeting to consider an amendment 4. The Company in accordance with the reduction of capital. Under Agenda Item 2 above with

The Meeting considered and unanimously resolved to amend Clause 4 of Memorandum. The company to comply. With the reduction of capital is as follows.

Clause 4.	Registered capital of Baht 272,631,060 (Two hundred seventy-two million six hundred thirty-one thousand and sixty Baht)
Divided into	27,263,106 Shares (Twenty-seven million two hundred sixty-three thousand one hundred and six Shares)
Par value per share	Bath 10 (Ten Baht) Divided into
Ordinary shares	27,263,106 Shares (Twenty-seven million two hundred sixty-three thousand one hundred six Shares)
Preferred shares	- Share ( - )

Resolution of 44 shareholders representing 21,595,939 shares.

**Agenda 4** : To consider and approve the change in par value of the Company's ordinary shares

Chairman informed the meeting that the company's shares to greater liquidity. After the capital reduction. Registered Non-Issued rest was paid in the current number of 272,631,060 baht is divided into ordinary shares of 27,263,106 shares valued at par 10 baht change shares at par from par value of Baht 10 par value per share. 1 baht of new shares will increase from 27,263,106 shares to 272,631,060 shares for the meeting to consider

The Meeting considered and unanimously resolved to change the par value of shares of the Company. From shares.10 .- Baht par value 1 .- Baht The number of new ordinary shares increased from 27,263,106 shares to be 272,631,060 shares approved by shareholders 21,595,939 shares representing 44 persons.

The Meeting considered and unanimously resolved to change the par value of shares of the Company. From shares. 10 .- Baht par value 1 .- Baht The number of new ordinary shares increased from 27,263,106 shares to be 272,631,060 shares approved by shareholders 21,595,939 shares representing 44 persons.

**Agenda 5** : View the amendment Article 4. The Company in accordance with the changing value par.

Chairman informed the meeting that to meet the changing value of shares at par from par value of Baht 10 par value per share, a requested the meeting to consider the amendment clause 4.'s Company about changing shares. Par of the Company.

The meeting approved. Unanimously to amend Clause 4 of Memorandum. The company to reflect changes par value shares of the Company are as follows.

Clause 4.	Registered capital of Baht 272,631,060 (Two hundred seventy-two million six hundred thirty-one thousand sixty Baht)
Divided into	272,631,060 Shares (Two hundred and seventy-two million six hundred and thirty-one thousand sixty Shares)
Par value per share	Bath 1 (One Baht) Divided into
Ordinary shares	272,631,060 Shares (Two hundred seventy-two million six hundred and thirty-one thousand sixty Shares)
Preferred shares	- Share ( - )

Resolution of 44 shareholders representing 21,595,939 shares.

**Agenda 6** : To consider and approve the interim dividend payment in forms of cash dividend and stock dividend from the Company's retained earnings

The meeting of shareholders should approve the interim dividend payment from the Company's retained earnings at the rate of Baht 0.66666667 per share (Calculated from the Company's total paid-up capital after changing par value to Baht 1 per share) in forms of cash dividend and stock dividend of which details are as follows:

a. Stock dividend at the ratio of 5 existing ordinary shares to 3 stock dividend shares equivalent to dividend payment of Baht 0.60 per share (which calculated from the par value of Baht 1 per share). In case where there is fraction of shares less than 5 shares, the Company will pay such stock dividend in cash at Baht 0.60 per share instead.

b. Cash Dividend of Baht 0.06666667 per share calculated from the par value of Baht 1. (To cover payment of withholding income tax of stock dividend payment)

The Company will pay the dividend from the retained earnings after tax deduction at the rate of 25% and deduct the withholding tax at the rate of 10% of total dividend from the cash dividend payment.

**Agenda 7** : To consider and approve the increase of the Company's registered capital to be reserved for stock dividend

Chairman proposed the Meeting to increase its capital to support dividend by issuing new ordinary shares of 163,578,636 ordinary shares of 1 Baht a new capital is 436,209,696 divided into 436,209,696 ordinary shares.

The meeting of shareholders should approve the increase of the Company's registered capital from 272,631,060 shares to 436,209,696 shares by issuing new ordinary shares of 163,578,636 shares at the par value of Baht 1 per share. Resolution of 44 shareholders representing 21,595,939 shares .

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

Chairman informed the meeting that to meet the increased capital. Requested the meeting to consider an amendment 4. The company about increasing capital.

The meeting approved. Unanimously to amend Clause 4 of Memorandum. The Company in accordance with the increased capital of the Company are as follows.

Clause 4.	Registered capital of Baht 436,209,696 (Four hundred thirty-six million two hundred nine thousand six hundred and ninety-six Baht)
Divided into	436,209,696 Shares (Four hundred thirty-six million two hundred nine thousand six hundred and ninety-six shares)
Par value per share	Baht 1 (One Baht) Divided into
Ordinary shares	436,209,696 Shares (Four hundred thirty-six million two hundred nine thousand six hundred and ninety-six shares)
Preferred shares	- Share ( - )

Resolution of 44 shareholders representing 21,595,939 shares .

The meeting adjourned at 10.05 am.

**( Mr.Vorathep Wongsasuthikul )**  
**Chairman of the Shareholders Meeting.**

**( Mr.Bundit Hongsuwan )**  
**The Board Secretary.**