

No. Kor Bor Ror. 015/2015

June 17, 2015

President

The Stock Exchange of Thailand

Re : Assignment of advertising material production work to a connected party

Dear Sir,

Thai Wacoal Public Company Limited wishes to hereby report to the SET on the resolutions earlier adopted at its Executive Board's meeting no.2/2015 on June 17, 2015, authorizing a budget of Baht 2,500,000 for the assignment of advertising materials production work to a connected party, namely SRP Nanasai Co., Ltd., to undertake such an assignment for the company.

The details on above transaction assignment were as follows :

(1) Transaction date : Within the month of June, 2015

(2) Transaction parties involved

Service Recipient : Thai Wacoal Plc.

Service Provider : SRP Nanasai Co., Ltd., a connected party to the company

(3) Details of the connected parties and their relationship nature

: Wacoal Holdings Corp. concurrently served as major shareholding party in both companies, with the details as follows :

- As major shareholder holding 33.61% shares in Thai Wacoal Plc.
- As major shareholder holding 25.00% shares in SRP Nanasai Co., Ltd.

Executive Director (s) with possible conflict of interests :

Name		Position Thai Wacoal Plc.	Position SRP Nanasai Co., Ltd.
Miss Sirikul	Dhanasarnsilp	Vice Chairman	Chairman
Mr. Manus	Ongsaranakom	Executive Director	Director
Mrs. Nonglaks	Techaboonanek	Executive Director	Managing Director

(4) Transaction details

Transaction description	:	The assignment for advertising materials production work to SRP Nanasai Co., Ltd., a connected party to the company
Transaction rationale	:	In order to serve as the advertising tool in further promoting the company's products and services to achieve broader public recognition
Transaction value	:	Total Baht 2,500,000.-
Remuneration basis	:	Remuneration budget was based on the overall expenditures incurred upon the production and processing work of such advertising materials.
Payment term	:	Cash payments divided into 2 payments covering 50% each, payable upon work commencement and upon work completion and handover.

(5) General description of connected transaction

Type of transaction	:	Supporting normal business transaction with general trading conditions whose value of consideration cannot be calculated from assets or underlying value.
---------------------	---	---

Transaction volume : Above transaction came under the scope of connected transactions for listed companies as specified in The Notification of The Capital Market Supervisory Board No. Tor Chor. 21/2551, regarding rules on connected transactions provided as supporting normal business transaction with general trading conditions whose value of consideration cannot be calculated from assets or underlying value having transaction volume of over Baht 1 million but less than Baht 20 million, or more than 0.03% but less than 3% of net tangible assets (NTA), whichever may be greater. Such 0.03% of NTA value by the company as of March 31, 2015, stood at Baht 1.55 million, as against 3% of said NTA of Baht 155.34 million. Accordingly, said transaction volume warranted the company to disclose said information to the SET, without having to seek further approval from The Board of Directors' meeting.

(6) For said Executive Board's meeting, the Executive Director (s) with possible conflict of interests, and/or the Executive Director (s) serving as connected parties, did not attend nor were eligible to cast votes at said meeting.

(7) Opinion by The Executive Board :

Adopted the resolution to endorse the budget approval for the advertising materials production work to SRP Nanasai Co., Ltd., a connected party to the company, in order to further promote the company's products and services, to achieve broader recognition by the customers and the general public.

(8) Since this transaction had been earlier approved in principle by The Board of Directors' meeting already, the company's management could further move ahead with its implementation, while being required to duly report all the related information to the SET.

The company hereby reports to the SET accordingly.

Faithfully yours,

Boondee Amnuayskul

(Mr. Boondee Amnuayskul)

Chairman of The Executive Board

and Managing Director