

No. Kor Bor Ror. 018/2015

August 5, 2015

President

The Stock Exchange of Thailand

Sub : Approval of the investments in materials manufacturing projects for ladies' lingerie products

Dear Sir,

Thai Wacoal Public Company Limited wishes to hereby report to the SET the resolution adopted earlier at The Board of Directors' meeting no.2/2015, held on August 4, 2015, authorizing the company to enter into joint investments in 2 (two) materials manufacturing projects, in order to serve the ladies' lingerie manufacturing industry in the near future.

Said projects shall be set-up on a joint-venture basis by investors from Japan and Thailand. The Japanese investors shall consist of Wacoal Corp. and other Japanese supplier companies, whereas the Thai investors shall consist of Thai Wacoal Public Company Limited, Saha Pathana Inter-Holding Public Company Limited, and Mr. Boonsithi Chokwatana, as an individual shareholder, respectively. The projects shall serve as the manufacturing sources for materials supply essential to the ladies' lingerie manufacturing industry. Actual disbursement for shares subscription in the 2 joint-venture projects shall be made by the company, after the inaugural meeting subsequent to the company's establishment and the shares subscription request having been made to all the parties concerned.

Details of the joint-venture projects are as follows:

**1. A Tech Textile Co., Ltd.**

(1) Transaction date : Around December 2015 - January 2016

**(2) Transaction details**

Name of established company : A Tech Textile Co., Ltd.

- Location address : Bangkok, Thailand.
- Type of business : Manufacturing materials for ladies' lingerie
- Registered capital : Baht 1,000,000,000 classified into 10,000,000 ordinary shares at par value of Baht 100 each
- Transaction purpose : As the investments in projects serving as materials supply chain operations to support the company's lingerie manufacturing operations.
- Funding Source : From the company's working capital
- (3) Investment proportion : Holding 1,900,000 ordinary shares, accounting for 19% of the total registered capital

| Shareholding Parties               | Shareholding ratio |
|------------------------------------|--------------------|
| <b><u>Japanese Investors</u></b>   |                    |
| 1. Wacoal Corp.                    | } 60%*             |
| 2. Violetta Co., Ltd.              |                    |
| 3. Toyo Senko & Co., Ltd.          |                    |
| <b><u>Thai Investors</u></b>       |                    |
| 4. Thai Wacoal Plc.                | 19%                |
| 5. Saha Pathana Inter-Holding Plc. | 19%                |
| 6. Mr. Boonsithi Chokwatana        | 2%                 |
| <b>Total</b>                       | <b>100%</b>        |

**Remark** : \* Upon receiving the information on the exact shareholding details among the Japanese investors, the company shall then forward such shareholding information to the SET accordingly.

- (4) Total remuneration value : Baht 190,000,000.-

(5) Transaction volume : Does not come under the scope for the acquisition or disposal of assets having significant value for listed companies.

(6) Opinion by The Board of Directors :

Endorsed the resolution for the company to enter into joint investment to set up A Tech Textile Co., Ltd., in order to serve as materials supply chain operations to support the company's lingerie manufacturing operations.

(7) Opinion by The Audit Committee and/or Director significantly different from The Board of Directors : -None-

## 2. G Tech Material Co., Ltd.

(1) Transaction date : Around December 2015 - January 2016

(2) Transaction details

Name of established company : G Tech Material Co., Ltd.

Location address : Bangkok, Thailand

Type of business : Manufacturing materials for ladies' lingerie

Registered capital : Baht 300,000,000 classified into 3,000,000 ordinary shares at par value of Baht 100 each

Transaction purpose : As the investments in projects serving as materials supply chain operations to support the company's lingerie manufacturing operations.

Funding Source : From the company's working capital

(3) Investment proportion : Holding 570,000 ordinary shares, accounting for 19% of the total registered capital

| Shareholding Parties               | Shareholding ratio |
|------------------------------------|--------------------|
| <u>Japanese Investors</u>          |                    |
| 1. Wacoal Corp.                    | } 60%*             |
| 2. Cosmo Co., Ltd.                 |                    |
| <u>Thai Investors</u>              |                    |
| 3. Thai Wacoal Plc.                | 19%                |
| 4. Saha Pathana Inter-Holding Plc. | 19%                |
| 5. Mr. Boonsithi Chokwatana        | 2%                 |
| <b>Total</b>                       | <b>100%</b>        |

**Remark** : \* Upon receiving the information on the exact shareholding details among the Japanese investors, the company shall then forward such shareholding information to the SET accordingly.

(4) Total remuneration value : Baht 57,000,000.-

(5) Transaction volume : Does not come under the scope for the acquisition or disposal of assets having significant value for listed companies.

(6) Opinion by The Board of Directors :

Endorsed the resolution for the company to enter into joint investment to set up G Tech Material Co., Ltd., in order to serve as materials supply chain operations to support the company's lingerie manufacturing operations.

(7) Opinion by The Audit Committee and/or Director significantly different from The Board of Directors : -None-

The company hereby reports above information to the SET accordingly.

Sincerely yours,

**Boondee Amnuayskul**

(Mr. Boondee Amnuayskul)

Chairman of The Executive Board  
and Managing Director