



No. Kor Bor Ror. 022/2016

August 10, 2016

President

The Stock Exchange of Thailand

Re : Changes and revisions in entering transactions with connected parties for 2016

Ref : Document no. Kor Bor Ror. 031/2015 dated November 9, 2015, regarding the company entering transactions with connected parties for 2016

Dear Sir,

According to the resolution of the Board of Directors' Meeting No.5/2015 of Thai Wacoal Public Company Limited, held on November 9, 2015, authorizing volume limits for various transaction items planned to be conducted by the company with connected parties for 2016, totaling 12 connected parties, that also include a transaction relating to PTK Multi Services Co., Ltd.

The company wishes to inform the SET about changes and revisions in the abovementioned planned transactions with connected parties relating security services during 2016, as follows:

- PTK Multi Services Co., Ltd. is changed to Pitakkij Security Guard Co., Ltd., as a result of the Business Security Act B.E. 2558 (2015) - Article 20, specifying that: "companies providing security services are required to use the words 'Security' followed by the words 'Company Limited' or 'Public Company Limited' (as applicable) as part of their corporate name.

Therefore, Pitakkij Co., Ltd., which is the majority shareholder in PTK Multi Services Co., Ltd. has established Pitakkij Security Guard Co., Ltd., as well as has informed the company to change the current security services contract and to execute a new security services contract, which will have the exact same terms and conditions for the same security services as already being provided.

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The company, hereby, wishes to inform that the resolution, adopted at its Board of Directors' Meeting No. 2/2016 held on August 10, 2016, has ratified volume limit for new transaction items to be conducted by the company with Pitakkij Security Guard Co., Ltd., according to the details as follows :

(1) Transaction date : July 1 - December 31, 2016

(2) Transaction parties involved

Client : Thai Wacoal Plc.

Services Provider : Pitakkij Security Guard Co., Ltd., a connected party to the company

(3) Details of connected parties and

relationship nature :

Saha Pathana Inter-Holding Plc. (SPI) is concurrently a major shareholder in these 2 companies, as follows :

- SPI currently holds a 21.26% stake in Thai Wacoal Plc.

- SPI currently holds a 33.52% stake in Pitakkij Co., Ltd.

while Pitakkij Co., Ltd. holds a 99.97% stake in Pitakkij Security Guard Co., Ltd.

Director (s) with possible conflict of interests : None

(4) Transaction details

Transaction description : Hiring of the connected party to provide security services for the facilities and assets of the company.

Purpose of transaction : To protect the security of the company's facilities and assets

Transaction Value : Security fees at the amount Baht 4,200,000.-

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Remuneration policy	:	Fees depending on the number of security personnel for each shift
Payment terms	:	Within the 5 th of each month, and the company to start paying this fee once the Board of Directors' Meeting No. 2/2016 has formally ratified this proposed connected transaction
Funding source	:	The company's working capital

(5) General description of connected transaction

Type of transaction	:	Supporting normal business transaction without general trading conditions
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 being intended as supporting normal business transaction without general trading conditions 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. Since 0.03% of the company's NTA as of March 31, 2016, stood at Baht 1.57 million, as compared to 3% of such amount for Baht 157.05 million, therefore, such transactions volume warranted the company to seek approval form the Board of Directors and

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report the information to the SET, without needing to seek further approval from the shareholders' meeting.

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

(7) Opinions of the Board of Directors :

Agreed to ratify such transaction, intended to support normal business transaction without general trading conditions, with Pitakkij Security Guard Co., Ltd., a connected party to the company, according to above details, as it was considered to be a normal business transaction to be undertaken at reasonable prices and other conditions concerned. Furthermore, such transaction should be to the company's further benefits.

(8) Opinions by the Audit Committee and/or Director significantly different from those by the Board of Directors : - None -

The company hereby reports to the SET accordingly.

Sincerely yours,

Boondee Amnuayskul

(Mr.Boondee Amnuayskul)

Chief Executive Officer and Managing Director