

(Translation)

Nor. 4/2009

March 17, 2009

Subject : Notification on the resolutions of the Board of Directors' Meeting No. 3/2009
(Setting the date of Annual General Shareholders' Meeting , the cessation of dividend , the nullification of Company's Article of Association No. 59 and the resignation of Directors)

To : Director and Manager
The Stock Exchange of Thailand

The resolution resolved in the Meeting of the Board of Directors' Meeting of Union Textile Industries Public Company Limited (UT) No. 3/2009 held on Tuesday 17 March, 2008 at 10.00 a.m. at the 8th floor Meeting room of Saha-Union Building, No. 1828 Sukhumvit Road, Bangchak, Prakanong, Bangkok, were:-

1. Acknowledged the resignation of Mr. Sompop Amatayakul and Mrs. Saengsawang Mallikamas as Audit Committee / Independent Director to be effective on March 17, 2009. The resignation follows the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET)'s new regulation which prohibiting the Audit Committee position in parent companies and subsidiaries.

2. Appointed Dr. Achara Chandrachai to be the Audit Committee / Independent Director in replacement of Mrs. Saengsawang Mallikamas and Mrs. Sutinee Khunwongsa to be the Audit Committee / Independent Director in replacement of Mr. Sompop Amatayakul, to be effective on March 17, 2009.

3. The closing date of the share registration was set from April 1, 2009 to the end of the Shareholders' Meeting, to enable the holders of normal shares as listed on the closing date in the share registrar book to participate in the Annual General Shareholders' Meeting No. 16. Preferred shareholders were to be paid dividends as they were entitled to and such right could to be accumulated but not exceeding 7 years.

4. Proposed the shareholders to approve the Balance Sheet, Profit and Loss Accounts for the year ended December 31, 2008

5. Proposed the cessation of dividend the year 2008 as a result of accumulated loss in the Company's operation. As for the dividend which the preferred shareholders were to receive at 14% annually following the Company's Article of Association, such right was to be accumulated but not exceeding 7 years.

6. Proposed the shareholders' to concur with the Nomination and Remuneration Committee's opinion to reappoint the following directors whose terms were due to expire :-

1. Mr. Prasong	Sukhum	Audit Committee
2. Mrs. Supung	Tangsujaritpunt	Director
3. Dr. Thitivat	Suebsaeng	Director
4. Miss Dalad	Sapthavichaikul	Director

These directors have been individually and thoroughly examined to be highly knowledgeable and capable.

7. Proposed the shareholders to define the following authorities of the Directors as follow:- "Two Directors jointly sign with Company seal, except Mr. Prasong Sukhum , Dr. Achara Chandrachai , Mrs. Sutinee Khunwongsa who were Audit Committee and/or Independent Directors."

8. Proposed the 2009 Directors' remuneration at not exceeding Baht 1,500,000. The amount, proposed by the Nomination and Remuneration Committee, was in comparison with others in the same industry while taking into consideration the future business expansion opportunities.

9. Proposed the appointment of Mr. Narong Puntawong, certified accountants No. 3315 or Mr. Supachai Phanyawattano certified accountants No.3930 or Miss Siraporn Ouaanunkun, certified accountants, No.3844 or Mr. Termpong Opanaphunt, certified accountants No. 4501, from Ernst & Young office Limited, the auditor office approved by the Audit Committee, as the Company's 2009 auditor (for the 3rd year). These auditors had no relationships and/or any interests with the Company / its executives / major shareholders. And proposed the suitable remuneration for the Company's auditing.

10. Proposed the shareholders to nullify Company's Article of Association No. 59 thus : "In the event that the Company or its subsidiary enter into any connected transaction, acquisition or disposition of substantial assets of the Company or the subsidiary pursuant to the definitions and regulations prescribed under the notifications of the Stock Exchange of Thailand applicable to the connected transaction or the acquisition or disposition of substantial assets; the Company shall comply with the regulations and procedures as stipulated by the said notifications".

11. Proposed to hold the Annual General Shareholders' Meeting No. 16 on Tuesday, April 21, 2009 at 10.30 a.m., at the Meeting room of Saha-Union Building No. 1828 Sukhumvit Rd., Bangchak, Phrakonong, Bangkok, with the follows agendas :-

Agenda 1 Consideration and approval of the Minutes of the Annual General Meeting of Shareholders No. 15

The Directors' opinion : Proposed the shareholders to approve the above minutes.

Agenda 2 Acknowledging Directors' report on the past year's performance.

The Directors' opinion : Proposed the shareholders to approve the above report.

Agenda 3 Consideration and approval of the Balance Sheet and Profit and Loss Accounts for the year ending December 31, 2008

The Directors' opinion : Proposed the shareholders to approve the above financial statements approved by the auditor.

Agenda 4 The cessation of dividend.

The Directors' opinion : Proposed the shareholders to suspend the dividend payment for the year 2008 as the Company was suffering a loss for the dividend which the preferred shareholders were to receive at 14% annually, following the Company's Article of Association, such right was to be accumulated but not exceeding 7 years.

Agenda 5 Consideration on the Company's Directors, their authority and remuneration.

The Directors' opinion : For the Company's 12 Directors, proposed the shareholders to agree to the Nomination and Remuneration Committee's proposals to reappoint the following 4 Directors who were due to retire:-

1. Mr. Prasong Sukhum Audit Committee
2. Mrs. Supung Tangsujaritpunt Director
3. Dr. Thitivat Suebsaeng Director
4. Miss Dalad Saphavichaikul Director

The above Directors had been individually and thoroughly screened by the Nomination and Remuneration Committee to be highly knowledgeable and capable Mr. Prasong Sukhum, Audit Committee/Independent Director who was reappointed, had no interests with the Company/subsidiaries/ Associate Company or with any legal entity that may have conflict of interest with Company. He also possess the Independent Directors/Audit Committee Definition according to the minimum requirement of SEC and SET. The CVs of the 12 Directors were listed as Appendixes No. 3,4 and 5. The Directors' Authority was as follows :-

"Two Directors jointly sign with Company seal, except Mr. Prasong Sukhum , Dr. Achara Chandrachai , Mrs. Sutinee Khunwongsa who were Audit Committee and/or Independent Directors."

The Meeting was proposed to approve the 2009 Directors' remuneration at not exceeding Baht 1,500,000. This amount had been approved by the Nomination and Remuneration Committee and was compared with others in the same industry while taking into consideration the future business expansion opportunities.

Agenda 6 Proposed the appointment and remuneration of the auditor for the year 2009.

The Directors' opinion :Proposed the appointment of Mr. Narong Puntawong, certified accountants No. 3315 or Mr. Supachai Phanyawattano certified accountants No.3930 or Miss Siraporn Ouaanunkun, certified accountants, No.3844 or Mr. Termpong Opanaphunt, certified accountants No. 4501, from Ernst & Young office Limited, the auditor office approved by the Inspecting Directors, as the Company's 2009 auditor (for the 3rd year). These auditors had no relationships and/or any interests with the Company / its executives / major shareholders. And proposed the suitable remuneration for the Company's auditing.

Agenda 7 Cancellation of the Articles of Association Clause 59 of the Company.

The Directors' opinion : Proposed the shareholders' to consider the cancellation of the Article of Association No. 59 thus : "In the event that the Company or its subsidiary enter into any connected

transaction or disposition of substantial assets of the Company or the subsidiary pursuant to the definitions and regulations prescribed under the notifications of the Stock Exchange of Thailand applicable to the connected transaction or the acquisition or disposition of substantial assets; the Company shall comply with the regulations and procedures as stipulated by the said notifications”.

The Company has to follow the regulation of SET’s Act, BE. 2551 (No. 4) which already specify the above matter; therefore, there is not necessary to include it in the Company’s Article of Association.

12. The Company would like to inform that we have disclosed the notice of the Annual General Shareholders’ Meeting No. 16, together with all related documents on Company website <http://www.sahaunion.co.th/ut> since March 20, 2009 for shareholders’ acknowledgment.

Please be informed accordingly.

Yours sincerely,
-Signature-
Miss Sriwarin Jirapakkana
Chairperson