

November 20, 2019

**Invitation Letter of Extraordinary Meeting of Shareholders No.1-2019
Rayong Wire Industries Public Company Limited**

Subject	Invite to attend Extraordinary Meeting of Shareholders No.1-2019
Attention	Shareholders
Enclosure	<ol style="list-style-type: none">1. The copy of minute of 2019 Annual General Meeting of Shareholders which held on April 30, 20192. Capital Increase Form (F53-4)3. Summary of Preliminary details of warrants to purchase ordinary shares of Company No.2 ("RWI-W2") which are offered to existing shareholders4. Definition of "Independent Director"5. Information on independent directors nominated by company as proxies of Shareholders6. Company Articles of Association with respect to the General Meeting of Shareholders7. Documents and evidence which must be presented by attendees of the meeting prior to attending the meeting and meeting procedures8. Map of venue of Extraordinary Meeting of Shareholders Meeting No.1-20199. Proxy Form A10. Proxy Form B

Board of Director of Rayong Wire Industries Public Company Limited has resolved to schedule Extraordinary Meeting of Shareholders on Tuesday, December 17, 2019 at 9.30 Am, Convention Room, 33rd Floor, Supalai Grand Tower, No.1011, Rama 3 Road, Chongnonsi, Yannawa, Bangkok. The items to be considered are in accordance with the following meeting agenda.

Agenda 1 **To review and adopt minute of 2019 Annual General Meeting of Shareholders which held on April 30, 2019**

(Voting method: using majority vote of shareholders meeting and having right to vote)

Objectives and reasons The 2019 Annual General Meeting of Shareholder has held on April 30, 2019. The minute was prepared and submitted to The Stock Exchange of Thailand within 14 day counting from date of 2019 Annual General Meeting of Shareholders together with published on company's website (www.rwi.co.th)

The Board of Directors resolved to propose the minute held on April 30, 2019 of 2019 Annual General Meeting of Shareholders to be considered and certified in this meeting. The Company has published on company's website of minute of 2019 Annual General Meeting of Shareholders and invitation letter including all documents concerning this meeting as specified in enclosure No. 1.

Agenda 2

To consider and approve increase in the registered capital and amend Memorandum of Association No.4 in accordance to increase registered capital

(Voting method: using vote not less three in fourth of shareholders meeting and having right to vote)

Objectives and reasons The Company is necessary to raise funds for expansion investment in the company's current business, reserve for future expansion and uses for working capital. The company intends to increase registered capital and amend Memorandum of Association No.4 RE: Registered Capital as in accordance to increase registered capital

The Board of Directors See as appropriates purpose to Extraordinary Meeting of Shareholders to approve increase registered capital from Baht 318,812,593 to Baht 477,273,889.50 by issuance newly ordinary shares as amount of 318,182,593 shares at par value of Baht 0.50 to reserve right of warrant RWI-W2 Details of capital increase is specified in enclosure no.2 and amend Memorandum of Association No.4 RE: Registered Capital by cancel original information and using new information as follows:

"No.4	Registered Capital	477,273,889.50	Baht
	Consists of	954,547,779	Shares
	Price per share	0.50	Baht
	By		
	Ordinary Share	954,547,779	Shares
	Preferred Shares	-	Share"

Agenda 3

To consider and approve allocation of newly ordinary shares

(Voting method: using majority vote of shareholders meeting and having right to vote)

Objectives and reasons as mentioned in agenda 2 therefore request for approval of issuance new ordinary shares as amount of 318,182,593 shares at par value of Baht 0.50 in order to reserve right to exercise on warrant RWI-W2 for right offerings by proportion of holding shares (no charge) in ratio of 2

existing ordinary shares to 1 unit of warrant (RWI-W2) any fraction discarded thus exercise price equal to Baht 1.50 per share

The Board of Directors see appropriate to purpose Extraordinary Meeting of Shareholders to approve on allocation of newly ordinary shares of 318,182,593 shares at par value of Baht 0.50 in order to reserve for right of warrant RWI-W2 by right offering with no charge

Agenda 4

To consider and approve issuance and offering warrant to purchase ordinary shares of company No.2-2019 (RWI-W2) to existing shareholders by proportion of holding shares

(Voting method: using majority vote of shareholders meeting and having right to vote)

Objectives and reasons The company is intend to purpose to Extraordinary Meeting of shareholders to consider and approve issuance and offering new ordinary share No.2 (“warrant no.2” or “RWI-W2”) as amount not exceed 318,182,593 units by right offering (no charge) in ratio of 2 existing ordinary shares to 1 unit of warrant (any fraction discarded) with exercise price of Baht 1.50 per share. The details are shown in Summary of Preliminary details of Warrants to purchase ordinary shares of the Company No. 2 (“RWI-W2”) by right offering (enclosure no.3)

The Board of Directors sees appropriate to purpose shareholders meeting approve issuance and offerings warrant RWI-W2 as not exceed 318,182,593 units by right offering (no charge)

By this, authorize Board of Directors and/or Executives and/or Chairman and/or Executive Chairman to determine and changes rules, conditions and other details including but not limited to exercise price and exercise rate, allocation and issuance date of warrants as well as power to determine cause of issuance of new ordinary shares to reserve changes in exercise price and/or ratio of warrants including any necessary and appropriate actions regarding issuance of warrant and registered of warrants to Market for Alternative Investment along with requesting permission from related agencies

Agenda 5

Other business (if any)

The Board of Directors invites all shareholders to attend the meeting on the date, time and place starting from 8.30 am onward.

If shareholders are unable to attend the meeting by themselves and desire to give an individual a proxy, please use the provided proxy forms, enclosure No.9 and No.10, which also can be downloaded at www.rwi.co.th There are 3 proxy forms in the case that shareholders are foreign investors and appoint custodian in Thailand as depositor and oversee the shares as may uses Proxy Form A or Proxy Form B or Proxy Form C (only one form can be uses) for foreigner. Apart from this, may use Proxy Form A or Proxy Form B (only one form can be uses)

In case of shareholders are unable to attend the meeting by themselves, Proxy can give to an individual or the following persons to attend the meeting and vote on the shareholder behalf as the name of independent direction as enclosure No. 5 and to meet the requirement of quorum according to the company's regulation. Please send the proxy to company 1 business day before shareholders meeting date in order to facilitate the examination of evidence.

Please be informed for acknowledgement and Thank you so much

Sincerely yours,



(Mr. Wutichai Leenabanchong)

Chairman

By the order of The Board of Director
Rayong Wire Industries Public Company Limited