

At T.37/2008

October 29, 2008

Re : Report on lease agreement for building by connected parties : Thai Wacoal PCL.
To : The Managing Director
Stock Exchange of Thailand

S&J International Enterprises Public Company Limited wishes to hereby report the resolutions earlier adopted at its Executive Board's meeting no.16/2008 held on October 29, 2008, authorizing the ratification for Thai Wacoal Public Company Limited, according to the details as follows:

1. The date on which the transaction occurred : October 1, 2008
2. The parties involved
 - Lessor : Thai Wacoal PLC.
 - Lessee : S&J International Enterprises PLC.
3. The general characteristics of the transaction :
 - Lease of immovable property for period not exceeding 3 years
4. Transaction details
 - Address of leased building : No173/2 Moo 5, Sukabhibal 8 Road, Boun, Sriracha District, Cholburi Prvince
 - Rental space : 1,000 square meters
 - Purpose : Inventory stock for raw material and packaging
 - Lease period : For 1 year and 3 months (from October 1, 2008 – December 31, 2009)
 - Price policy : Consider from location, building and beneficiary from its using as well as easy to contact with.
 - Monthly rental : Rental Rate = Baht 70,000 per month
 - Total transaction value :
 - Previous transaction value
 - For 3 months (from Jan 1, 2008 – Mar 31, 2008) 210,000 Baht
 - For 6 months (from Apr 1, 2008 – Sep 30, 2008) 420,000 Baht
 - New transaction value
 - For 1 year and 3 months (from Oct 1, 2008 – Dec 31, 2009) 1,050,000 Baht
 - Total 1,680,000 Baht
 - Payment term : Monthly payment
5. Type & scope of equity of connected persons:
 - Co-major shareholder is Saha Pathana Inter-Holding PLC.
6. Opinions by The Executive Board : Resolved to authorize the ratification to lease said building according to the details above, since said transaction should further contribute to managing company's inventory, while being well-justified in term of prices and other factors concerned.
7. Interested directors not attend the meeting and not vote

8. Transaction volume :

The above transaction came under the scope of connected transactions for listed companies as specified in Notification of the Capital Market Supervisory Board No. Tor Chor.21/2551, on rules for connected transactions regarding rental or lease transaction of immovable property for the period not exceeding 3 years, and with transaction value 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. Accordingly, since the value for 0.03% of the company's NTA as of June 30, 2008, stood at Baht 0.5 million, as against 3% of said NTA of Baht 46.1 million, above transaction volume could therefore be implemented by the company's management, while at the same time being required to be duly reported to the SET.

Kindly post these informations at your earliest convenience.

Sincerely yours,

(Mr.Thirasak Vikitset)
Managing Director

Registra Dept.
Tel. 0-2676-2727 Ext. 508, 510-516