

## The Company's Articles of Association relating to Shareholder Meeting

### Chapter 6 Shareholder Meeting

Article 36. The Board of Directors must arrange an annual general meeting of shareholders within four (4) months from the end of the fiscal year.

Other shareholders' meetings apart from the first paragraph be called an extraordinary meeting. The Board of Directors may call an extraordinary meeting of shareholders whenever it deems appropriate.

One or more shareholders holding shares in aggregate of not less than ten (10) percent of the total number of shares sold compile a list invitation a request in writing to the Board of Directors to call an extraordinary meeting of shareholders at any time. However, the subject matter and reasons for calling the meeting must be clearly stated in the said letter. In such a case The Board of Directors must hold a meeting of shareholders within forty-five (45) days from the date of receipt of such letter from the shareholders.

In case of the Board of Directors fails to hold a meeting within the period under paragraph three All shareholders compile a list or other shareholders holding the mandated number of shares may call a meeting by itself within forty-five (45) days from the date of expiration of the period under paragraph three. In such a case It shall be deemed that the meeting of shareholders is called by the Board of Directors. The Company shall be responsible for necessary expenses arising from the arrangement of the meeting and reasonable facilitation.

In case of the chairman of the meeting has to call the meeting because the shareholders under paragraph four. The number of shareholders attending the meeting is insufficient as specified in Article 39 of the Articles of Association. The Shareholders under paragraph four shall jointly responsible the company for the expenses incurred from holding the meeting.

Article 38 In calling a shareholders' meeting, Whether self-attending or through electronic meetings. The Board of Directors shall prepare a written invitation letter of the meeting specifying the place, date, time and agenda of the meeting and matters to be proposed to the meeting with appropriate details. It clearly states that the matter will be proposed for acknowledgment, for approval, or for consideration, as the case may be, including the opinion of the Board of Directors on such matter. and delivered to the shareholders and the registrar at least seven (7) days prior to the meeting date.

In addition, the delivery of the meeting invitation letter and meeting documents may be sent by electronic means by complying with the rules and procedures specified in the relevant laws or notifications.

The place where the meeting will be held is in the province where the company's head office is located. or nearby provinces as may be determined by the Board. and if it is a meeting call via electronic media It shall be deemed that the head office of the company is the meeting place.

Article 39. In the shareholders' meeting Whether in person or through electronic meetings. There must be at least twenty-five (25) shareholders and proxies (if any) attending the meeting or not less than one-half (1/2)

of the total number of shareholders. And must hold shares in aggregate not less than one-third (1/3) of the total number of shares sold. attending the meeting is adequate for a quorum.

In case of any shareholder meeting, When one (1) hour has passed since the appointed time, the number of shareholders attending the meeting is inadequate to constitute a quorum as specified in the first paragraph. If the shareholders' meeting was called because of the request of the shareholders Let the meeting be suspended. If the meeting of shareholders was not called at the request of the shareholders make a new meeting and this case, the notice of the meeting shall be sent to the shareholders at least seven (7) days prior to the meeting date. In the latter meeting, it is not mandatory that a quorum be formed.

The proxies must deliver the proxy form to the Chairman of the Board or the person designated by the Chairman at the meeting place before the proxy attends the meeting and proxies for such purposes There can only be one person. Regardless of how much or how little the shareholder holds the company's shares.

Proxy given in the preceding paragraph may be performed by electronic means instead It must use a method that is safe and reliable that the proxy is made by the shareholder. according to the rules and procedures specified in the relevant laws or notifications.

Article 40. The Chairman of the Board of Directors shall be the chairman of the shareholders' meeting. In case of the Chairman is absent from the meeting or unable to perform duties. The Vice Chairman shall preside over the meeting. If there is no vice chairman or was absent from the meeting or unable to perform duties. The meeting shall elect any shareholder present to preside over such meeting.

Article 41. In voting at the shareholders' meeting, It shall be deemed that one (1) share per one (1) vote and any shareholder has a special interest in any matter. That shareholder has no right to vote on that matter. In addition to voting for the election of directors. A resolution of the shareholders' meeting shall consist of the following votes:

- (1) In normal cases, the majority vote of the shareholders who attend the meeting and vote. If there are equal votes The chairman of the meeting shall have an additional vote as a casting vote.
- (2) In the following cases, A vote of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote is required.
  - (A) Sale or transfer of all or important parts of the Company's business to other persons.
  - (B) Purchasing or accepting business transfers of private companies or other public companies as the Company.
  - (C) making, amending or terminating contracts relating to the lease of all or important parts of the Company's business Assigning any other person to manage the business of the Company or a merger with another person by The objective is to share profit and loss.

- (D) Amendment to the Memorandum of Association or company regulations.
- (E) increase or decrease of the company's registered capital
- (F) Company Dissolution
- (G) The issuance of corporate debentures and other securities under the Securities and Exchange Act.
- (H) The merger of the company with another company
- (I) Other actions as required by law to receive a vote of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote.

### **Chapter 8 Dividends and Reserves**

Article 51. Do not pay dividends from other type of payment except profit. In case of the company still has accumulated losses, It is forbidden to pay dividends.

Dividends shall be divided according to the number of shares, each share equally. Except in the case of the company issuing preferred shares and requiring preferred shares Receive dividends differently from ordinary shares to allocate dividends as specified. The dividend payment must be approved by the shareholders' meeting.

The Board of Directors may occasionally pay interim dividends to shareholders. when he saw that the company had sufficient profits to do so and when the interim dividend has been paid the dividend payment shall be reported to the shareholders' meeting for acknowledgment. In the next shareholders' meeting.

Payment of dividends must be made within one (1) month from the date of the shareholders' meeting or the resolution of the Board of Directors' meeting, as the case. Notify in writing to the shareholders and advertise the notice of dividend payment such according to the rules and procedures specified in the law.

Article 53. The company must allocate part of the annual net profit as a reserve fund of not less than five (5) percent of the annual net profit less the accumulated loss brought forward (if any) until the reserve fund is not less than ten (10) percent of the registered capital.