

The Company's Articles of Association on Shareholders' Meetings and Voting Procedures

1. Book Closure

Section 2, Clause 4

Within twenty-one (21) days prior to the shareholders' meeting, the Company may close the share register and suspend the registration of share transfers. Such action shall be announced to the shareholders in advance at the Company's head office and all branch offices not less than fourteen (14) days before the commencement of the suspension of share transfer registration. In the case where the Company's shares are listed on the Stock Exchange of Thailand, the closure of the share register and suspension of share transfer registration shall be carried out in accordance with the Securities and Exchange Act and related regulations.

2. Convening of Meetings

Section 4, Clause 34.

The Company's shareholders' meetings shall be held at the location of the Company's head office or in a nearby province.

Section 4, Clause 35.

The Company's Board of Directors shall convene a shareholders' meeting at least once a year. Such a meeting shall be called an 'Annual General Meeting (AGM)' – The AGM shall be held within four (4) months after the end of the Company's accounting year."

Other shareholders' meetings shall be called 'Extraordinary General Meetings (EGM).' The Board of Directors may convene an EGM whenever it deems appropriate. Alternatively, one or more shareholders holding in aggregate not less than ten percent (10%) of the total issued shares may jointly submit a written request to the Board to call an EGM at any time. The written request must clearly specify the matters and reasons for convening the meeting. The Board of Directors shall arrange for the EGM to be held within forty-five (45) days from the date of receipt of the shareholders' written request.

In the event that the Board of Directors fails to convene the meeting within forty-five (45) days from the date of receipt of the shareholders' written request, the requesting shareholders or other shareholders holding the required number of shares may convene the meeting themselves within forty-five (45) days from the expiration of the above period. Such a meeting shall be deemed a shareholders' meeting convened by the Board. The Company shall be responsible for the necessary expenses incurred in organizing the meeting and providing reasonable facilitation. However, if the number of shareholders attending the meeting is insufficient to constitute a quorum, the shareholders who requested the meeting shall be jointly responsible for reimbursing the Company for the expenses incurred in organizing that meeting.

Section 4, Clause 36.

In convening a shareholders' meeting, the Board of Directors shall prepare a notice of the meeting specifying the venue, date, time, agenda, and matters to be proposed at the meeting with appropriate details. The notice shall

clearly indicate whether each matter is proposed for acknowledgement, approval, or consideration, together with the Board's opinion on the matter. The notice shall be sent to the shareholders and the registrar of the public company in advance, not less than seven (7) days prior to the meeting date, and the meeting notice shall be published in a newspaper for no less than three (3) consecutive days prior to the meeting date.

3. Proxy

Section 4, Clause 38.

At a shareholders' meeting, a shareholder may appoint a proxy to attend the meeting and vote on their behalf. The proxy must be executed in writing and signed by the shareholder, and made in accordance with the form prescribed by the registrar of the public company. The proxy shall be delivered to the Chairman of the Board or a person designated by the Chairman at the meeting venue before the proxy attends the meeting. At a minimum, the proxy must include the following items

- (1) The number of shares held by the shareholder granting the proxy
- (2) The name of the proxy
- (3) The meeting number for which the proxy is appointed to attend and vote

4. Meeting Procedures

Section 4, Clause 39.

The shareholders' meeting shall be conducted in accordance with the agenda set forth in the notice of the meeting, unless the meeting resolves to change the order of the agenda by a vote of not less than two-thirds (2/3) of the shareholders present.

After the meeting has considered all matters set forth in the agenda in the notice of the meeting, shareholders holding in aggregate not less than one-third (1/3) of the total issued shares may request the meeting to consider matters other than those specified in the notice of the meeting.

In the event that the meeting is unable to complete the consideration of matters set forth in the agenda in the notice of the meeting, or matters additionally proposed by shareholders, and it is necessary to postpone the consideration, the meeting shall determine the venue, date, and time for the next meeting. The Board of Directors shall send a notice specifying the venue, date, time, and agenda of the meeting to the shareholders not less than seven (7) days prior to the meeting, and shall publish the meeting notice in a newspaper for no less than three (3) consecutive days prior to the meeting.

Section 4, Clause 40.

The Chairman of the Board shall preside over the shareholders' meeting. In the event that the Chairman is not present or is unable to perform the duties, the Vice Chairman, if any, shall preside. If there is no Vice Chairman, or the Vice Chairman is unable to perform the duties, the shareholders present at the meeting shall elect one shareholder to act as the Chairman of the meeting.

5. Quorum

Section 4, Clause 37.

At a shareholders' meeting, a quorum shall consist of not less than twenty-five (25) shareholders or proxies appointed by shareholders (if any), or not less than one-half of the total number of shareholders, holding in aggregate not less than one-third (1/3) of the total issued shares.

In the event that, at any shareholders' meeting, after one (1) hour from the scheduled meeting time, the number of shareholders present is insufficient to constitute a quorum as prescribed, if the meeting was convened at the request of shareholders, the meeting shall be adjourned. If the meeting was not convened at the request of shareholders, a new meeting shall be called, and a notice of the meeting shall be sent to the shareholders not less than seven (7) days prior to the meeting date. At this subsequent meeting, a quorum shall not be required.

6. Voting

Section 4, Clause ข้อ 41.

At a shareholders' meeting, each shareholder shall have one vote for each share held. In the event that a shareholder has a special interest in any matter, such shareholder shall not be entitled to vote on that matter, except in the election of directors.

Section 4, Clause 42.

Unless otherwise provided in these Articles of Association or as prescribed by law, any resolution or approval of any matter at a shareholders' meeting shall be passed by a majority vote of the shareholders present and entitled to vote. In the event of a tie, the Chairman of the meeting shall have an additional casting vote to determine the resolution. In the following cases, a resolution shall require the approval of not less than three-fourths (3/4) of the total votes of the shareholders present and entitled to vote."

- (1) The sale or transfer of all or a substantial part of the company's business to another person.
- (2) The acquisition or transfer of the business of another public or private company to the company.
- (3) The entering into, amendment, or termination of contracts relating to the lease of all or a substantial part of the company's business, the delegation of the management of the company's business to another person, or a merger with another person for the purpose of sharing profits and losses.
- (4) The amendment of the company's Memorandum of Association or Articles of Association.
- (5) The increase or reduction of registered capital.
- (6) The issuance of debentures.
- (7) The merger or dissolution of the company.

7. Appointment of Directors

Section 3, Clause 17.

The shareholders' meeting shall elect directors in accordance with the following criteria and procedures

- (1) Each shareholder shall have votes equal to the number of shares held.

- (2) Each shareholder may use the votes they hold to elect one or more persons as directors. In the case of electing more than one person as directors, the shareholder shall not distribute their votes among the candidates in any proportion.
- (3) The persons receiving the highest number of votes in descending order shall be elected as directors up to the number of directors to be appointed or elected at that time. In the event that the candidates with the next highest votes result in a tie exceeding the number of directors to be appointed or elected, the selection shall be made by drawing lots to determine the directors to fill the remaining positions.