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## The Company's Articles of Association Relating to Shareholders' Meeting

Article 35. The Board of Directors shall hold an annual general meeting of shareholders within four months of the end of the Company's fiscal year.

Other shareholders' meetings apart from those mentioned above shall be called "Extraordinary General Meetings".

The Board of Directors may call an extraordinary meeting of shareholders whenever it deems appropriate. or one or more shareholders holding shares in aggregate of not less than ten percent of the total number of shares sold may sign a letter together. Ask 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 days of the date of receipt of the letter from the shareholders.

In the case where the committee fails to hold a meeting within the period under paragraph three, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may call the meeting by themselves within forty-five 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 this regard, the shareholders who called the meeting may send the meeting notice to the shareholders by electronic means. If such shareholder has informed the intention or given consent to the company or the board of directors in accordance with the rules prescribed by the registrar

If at any meeting of shareholders convened by the shareholders under paragraph four, the number of shareholders attending the meeting does not constitute a quorum as specified in Article 38, The shareholders under paragraph four shall jointly reimburse the Company for the expenses incurred from holding that meeting. The Company's shareholders' meeting shall be held at the locality where the Company's head office is located. or nearby provinces or any other places as determined by the Board.

A meeting of shareholders may be conducted via electronic media as provided in the law governing electronic conferencing. The location of the head office of the company shall be considered as the meeting place.

Article 36. In summoning a meeting of shareholders, the Board of Directors shall prepare a notice of the meeting specifying the place, date, time, agenda of the meeting, and the matter to be proposed to the meeting with reasonable details clearly stating that the matter will be proposed for acknowledgment, for approval, or for consideration including the opinion of the Board of Directors on such matter. The notice shall be sent to the shareholders and the Registrar not less than seven days prior to the meeting date. The notice of the meeting shall be published in a newspaper for three consecutive days at least three days prior to the date of the meeting or may be advertised via electronic means instead in accordance with the rules prescribed by the Registrar.

### **Authorization for Attending the Meeting of Shareholders and Voting Right of Shareholders**

Article 37. A shareholder may authorize another person to vote on his or her behalf at a meeting of shareholders. However, the proxy must be made in writing in accordance with the form prescribed by the Registrar and delivered to the Chairman of the Board or the person designated by the Chairman at the meeting place before the proxy attends the meeting.

The power of attorney under the first paragraph may be made by electronic means instead. It must use a safe and reliable method that the proxy is made by the shareholders, in accordance with the rules prescribed by the Registrar.

Article 38. In the Meeting of Shareholders, the shareholders, and the proxies from shareholders (if any) shall attend the Meeting not less than twenty-five persons or not less than half of total shareholders and shall have total shares not less than one-third of total sold shares so that the Meeting is quorum.

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In the event where it appears that in any Meeting of Shareholders, after elapsing appointment time for one hour, the number of shareholders who attend the Meeting is not constituted for quorum as determined. If the Meeting of Shareholders is called and appointed for meeting due to request of the shareholder, the said Meeting shall be suspended. If the said Meeting of Shareholders is not called for meeting due to request of the shareholder, the meeting shall be reappointed, and Meeting Invitation Letter shall be delivered to the shareholders not less than seven days from meeting date. In the last meeting, the quorum requirement is not enforced.

Article 39. The Chairman of the Board shall preside over the Meeting of Shareholders. If the Chairman of the Board is absent until elapsing appointment time for half an hour, the Vice Chairman of the Board shall preside over the Meeting instead. If the Vice Chairman is available or unavailable but absent from the Meeting or unable to perform duty, one shareholder who attends the Meeting shall preside over the Meeting.

Article 40. In voting, it is deemed that one share has one vote and resolution of the Meeting of Shareholders shall consist of the following votes.

- (1) In normal event, majority vote of the shareholders who attend the meeting and vote shall be adhered to. If vote is equal, the Chairman of the Meeting shall additionally vote for another vote as casting vote.
- (2) In the following events, votes not less than three-fourths of total votes of the shareholders who attend the meeting and have right to vote shall be adhered to.
  - (a) Sale or takeover of the Company's significant business in whole or in part to another person
  - (b) Takeover or acceptance of transfer of business of other company or private company to be owned by the Company
  - (c) Entering, revising, or cancelling contract related to leasing the significant business of the Company in whole or in part, assigning other person to manage the Company's business or merger with other person under profit and loss sharing objective

Article 41. Undertakings that should be performed in Annual General Meeting

- (1) Consider Report of the Board which is proposed to the Meeting indicating that in last year, the Company's business is managed.
- (2) Consider and approve balance sheet
- (3) Consider profit appropriation (if any)
- (4) Elect director in replacement of the director who retires by rotation
- (5) Appoint the auditor and determine remuneration
- (6) Other undertakings