

Company regulations specific to Annual General meeting

Chapter 5 Shareholders Meeting

Articles 30. The Board of Directors must hold a Annual General meeting, an Annual General Meeting, within 4 months from the end of the company's fiscal year. Other Annual General meeting shall be called an extraordinary meeting The Board of Directors may call an extraordinary meeting of shareholders at any time.

Articles 31. Shareholders whose shares total not less than one in fifth of the total number of shares sold. Or shareholders of not less than 25 people with shares totaling not less than one in tenth of the total number of shares sold may join together to write a letter requesting the board of directors to call an extraordinary meeting of shareholders. But the reasons must be clearly stated. The board of directors must hold a Annual General meeting within 1 month from the date of receipt of the letter from shareholders.

Articles 32. In calling a Annual General meeting, the board of directors must prepare a meeting notice specifying the location, date, time, and agenda. and matters to be presented to the meeting along with appropriate details by specifying clearly that it is a matter to be presented for information, for approval, or for consideration, as the case may be. Including the opinions of the committee on such matters and sent to shareholders and the registrar not less than 7 days before the meeting date. and advertise the notice of the meeting in the newspaper for 3 consecutive days and must be at least 3 days before the meeting date.

Articles 33. In the Annual General meeting There must be shareholders and/or proxies from shareholders present at the meeting of not less than 25 people or not less than half of the total number of shareholders. Whichever amount is less and there must be shares totaling not less than one-third of the total number of shares sold to form a quorum. Unless otherwise specified by law.

In the case where it appears that at any Annual General meeting 1 hour has passed since the appointed time, the number of shareholders attending the meeting is not complete to form a quorum as specified. If the Annual General meeting was called because the shareholders requested it. The meeting was suspended. If the Annual General meeting was not called because the shareholders requested that the meeting be rescheduled and the meeting notice must be sent to the shareholders not less than 7 days before the meeting date. In the next meeting, it is not required that a quorum be present.

Articles 34. Except in cases where this regulation or the law requires otherwise. The final decision or resolution of the Annual General meeting. The majority of the shareholders who attend the meeting and vote must be considered.

Voting is counted as 1 share as 1 vote. Any shareholder has a special interest in any matter on which the meeting will vote. That person has no right to vote on that matter. In addition to voting to elect directors.

Voting; if the votes are equal. The person presiding over the meeting shall have another vote as the deciding vote.

Articles 35. Resolution of the Annual General meeting in the following cases: The vote must be not less than 3 in 4 of the total number of votes of shareholders who came to the meeting and had the right to vote.

- (1) Selling or transferring all or important parts of the company's business to another person.
- (2) Buying or accepting transfer of business of another company or a private company becomes a company
- (3) Making amendments or terminating contracts regarding the rental of all or important parts of the company's business.
- (4) Assigning another person to manage the company's business.
- (5) Merger of business with another person The objective is to share profits and losses.
- (6) Amendments to the memorandum of association or regulations.
- (7) Increasing or decreasing the company's capital or issuing bonds.
- (8) Merger or dissolution of a company.

Articles 36. Business that the Annual General Meeting should do is as follows:

- (1) Acknowledge the report of the committee on what has been done in the past 1 year, along with opinions on how to continue the work.
- (2) Consider and approve the balance sheet and profit and loss account.
- (3) Consider approving the allocation of profits.
- (4) Election of directors to replace those who retire by rotation.
- (5) Appoint an auditor and determine the amount of audit fees.
- (6) Other businesses

Articles 37. The Chairman of the Board is the chairman of the meeting. In the event that the Chairman of the Board is not present at the meeting or is unable to perform his duties. If there is a vice-chairman of the board of directors, the vice-chairman of the board of directors shall be the chairman. If there is no vice chairman or there is only one unable to perform his duties. The shareholders attending the meeting shall elect one shareholder to be the chairman of the meeting.

Articles 38. The chairman of the Annual General Meeting is responsible for controlling the meeting in accordance with the company's regulations. In this regard, the meeting must be conducted in accordance with the agenda sequence specified in the meeting notice. Unless the meeting resolves to change the order of the agenda with a vote of not less than 2 in 3 of the number of shareholders attending the meeting.

Articles 39. The shareholders may authorize a proxy to another person who is of legal age to attend the meeting and vote on their behalf. However, such authorization must be made in writing appointing the proxy, dated and signed by the shareholder and have the following items:

- (1) Number of shares held by shareholders
- (2) Name of the proxy
- (3) Appoint such proxy for any meeting. As well as the period for granting proxies.

The proxy must deliver the proxy form to the chairman or the person designated by the chairman at the meeting place before the proxy enters the meeting.