

**The Company's articles of association regarding the shareholders' meeting**

Clause 31 The Company's shareholders' meeting shall be arranged in the area where the Company's head office is located or nearby province or any other places designated by the Board of Directors.

Clause 32 The Board of Directors shall arrange an annual general meeting of the shareholders within four (4) months from the last day of the Company's fiscal year.

Shareholders' meetings other than the annual general meeting shall be called the "extraordinary meeting". The Board of Directors shall call an extraordinary meeting any time it deems appropriate or when the shareholders holding an aggregate of not less than one-fifth (1/5) of total issued shares or at least twenty five (25) shareholders holding an aggregate of not less than one-tenth (1/10) of total issued shares submit their name in a request directing the Board of Directors to call an extraordinary meeting and the reasons for calling such meeting shall be clearly stated in such request. In this case, the Board of Directors shall arrange the meeting within one (1) month from the date of receipt of such request.

Clause 33 In calling a shareholder's meeting, the Board of Director shall prepare a notice stating the place, date, time, agenda of the meeting and matters to be proposed to the meeting together with reasonable details by indicating clearly whether it is the matter proposed for acknowledgement, for approval or for consideration, including opinions of the Board of Directors for such matters. The notice shall be delivered to the shareholders and the registrar pursuant to the law governing the public limited company at least seven (7) days in advance prior to the date of the meeting and it shall be published in a newspaper for three (3) days prior to the date of the meeting and for 3 (three) consecutive.

Clause 34 In order to constitute a quorum, there must be at least twenty five (25) shareholders and proxies (if any) attending at a shareholders' meeting or at least one half of total shareholders and such shareholders shall hold not less than one-third (1/3) of total issued shares.

At any shareholders' meeting, if one (1) hour has passed since the time specified for the meeting and the number of shareholders attending the meeting is still inadequate for a quorum, and if such shareholders' meeting was called by the request of the Shareholders, such meeting shall be cancelled. If such shareholders' meeting was not called by the request of the shareholders, the Board of Directors shall call another meeting by sending a notice to the shareholders at least seven (7) days prior to the date of the meeting. At the subsequent meeting, a quorum is not required.

Clause 35 At the shareholders' meeting, any shareholder may proxy others to attend and vote on his/her behalf. Such proxy must be made in writing with signature of the principal and its form shall be as per specified by the registrar pursuant to the law governing the public limited company. It shall be submitted to the chairman of the Board of Directors or a person designated by the chairman at the meeting venue before the proxy attends the meeting. The following minimum particulars shall be stated in such proxy:

- a) Number of shares held by such principal
- b) Name of proxy
- c) Number of the meeting that the proxy shall attend and vote.

Clause 36 The chairman of the Board of Director shall chair the meeting. In case the chairman of the Board of Directors does not present in the meeting or is unable to perform duty, and if there is the vice-chairman, then such vice-chairman shall chair the meeting. In case the Board does not have any vice-chairman, or does have one but he/she cannot perform duty, the shareholders attending the meeting may appoint one shareholder attending such meeting to act as the chairman of the meeting.

Clause 37 During the shareholders' meeting, one share of all shareholders shall be counted as one vote. In case any shareholder has any specific interest, such shareholder shall not be entitled to vote for such matter, except to vote for appointment of the director.

Clause 38 Any resolution or an approval for any businesses in the shareholders' meeting shall require majority vote of the shareholders who attend and vote in the meeting, except it is specified to be otherwise in this article of association or in cases specified by the law.