

The company's articles of association, only those related to the meeting of shareholders

**Chapter 5. Meeting of Shareholders**

Article 27. The Board shall arrange for an annual ordinary general meeting of shareholders to be held within four months after the end of the fiscal year of the Company.

Any other shareholders' meetings shall be called "Extraordinary General Meeting".

The Board of Directors may call an Extraordinary General Meeting whenever the Board may see appropriate. Otherwise, one or more shareholders holding the aggregated amount of up to ten (10) percent of all disposed shares may send a letter requesting the Board of Directors to call an Extraordinary General Meeting at any time with subjects and reasons for such request. In such case, the Board of Directors shall arrange the Meeting of Shareholders to be held within forty-five (45) days from the date of receipt of such request from the shareholders.

Article 28. In calling a shareholder meeting, the Board of Directors shall issue a written notice of the meeting prescribing the venue, date, time, agenda of the meeting and the matters to be proposed to the meeting with details as is reasonable by indicating clearly whether it is the matter proposed for information, for approval or for consideration, as the case may be, including the related opinions of the board of directors. The said notice shall be delivered to the shareholders and the Registrar for their information not less than seven days prior to the date of the meeting. The notice of meeting shall be also published in a newspaper for not less than three consecutive days prior to the meeting date.

The meeting of shareholders of the Company shall be held in the province where the Company's headquarter is located or other provinces throughout the country.

Article 29. In a shareholders' meeting, a quorum shall be constituted by not less than twenty-five shareholders present in person or by proxy (if any) or half of all shareholders representing up to and these of one-third of all disposed shares.

In the event that it appears that any meeting of shareholders, when one hour has elapsed behind the appointed time, the number of shareholders who are present fails to procure such a quorum as required, if the meeting was called by a request of shareholders, it shall be dissolved. If such meeting is not called by the shareholders' request, another meeting shall be re-convened and a notice of the meeting shall be sent to the shareholders not less than seven days prior to the date of meeting. At the latter meeting, it is not compulsory to procure a quorum.

The Chairman of the Board of Directors shall preside over the shareholders' meeting. In the event that the Chairman is unavailable or unable to perform his/her duties, and if there is a Vice-Chairman, the Vice-chairman shall act as the presiding Chairman. If the Vice-chairman is unavailable or unable to perform his/her duties, the shareholders present at the meeting shall elect one of their members to be the presiding Chairman.

Article 30. In casting votes, each shareholder shall have votes equal to the number of shares held. The solution of the shareholders meeting shall comprise the following votes:

- (1) In general cases: Resolutions shall require a majority of the total of votes cast by Shareholder present and vote at the meeting. In case the votes are tied, the Chairman of the meeting shall have a casting vote.
- (2) In the following events, a vote of not less than three-quarter of all shareholders present and eligible to vote shall be required:
  - (a) Sale or transfer of the whole or substantial parts of the business of the company to other persons;
  - (b) Purchase or acceptance of transfer of the business of other companies or private company;
  - (c) Entry into, amendment to or termination of any contracts with respect to the granting of a lease of the whole or substantial parts of the Company's business, assignment of the management of the Company's business to any other persons or amalgamation of the business with any entities for the purpose of profit and loss sharing;
  - (d) Amendment to the memorandum of association and these Articles of Association;

Article 31. The businesses that the annual ordinary general meeting should transact are as follows:

- (1) To approve the Board of Director's report showing the Company's performance during the previous year;
- (2) To consider and approve the balance sheet and the statement of profit and loss;
- (3) To approve the allocation of profit;
- (4) To elect any new director in replacement of the former director who retires by rotation, and specify remuneration;
- (5) To appoint the auditor and specify the audit expense;
- (6) To consider other businesses.