

Articles of Association of the Company relating to the Shareholders Meeting

Article 28. The Board of directors shall arrange for an Annual Ordinary Meeting of Shareholders within four months after the end of the fiscal year of the Company.

All other general meetings are called “Extraordinary Meetings”

The Board of Directors may summon Extraordinary Meetings whenever they think fit or shareholders holding shares totaling at least one-fifth of the total number of shares sold or at least twenty-five shareholders holding shares totaling not less than one-tenth of the total number of shares sold, may request the Board of Directors in writing to summon an extraordinary meeting of shareholders at any time, provided the written request shall specify the reasons for the request.

The Board of Directors shall arrange for the meeting of shareholders to be held within one month from the date of receipt of such written request.

Article 29. The Board of Directors shall summon a meeting of shareholders by sending a notice to the shareholders not less than seven days before the date of the meeting. The notice shall specify the place, date, time and agenda of the meeting and the subject matter to be submitted to the meeting together with appropriate details including the opinions of the Board of directors on said matters. Such notice shall be published for a consecutive period of 3 days in a newspaper not less than three days before the date of the meeting.

The place of shareholders meeting shall be in Bangkok or nearby provinces.

Article 30. The quorum of a general meeting of shareholders shall be either at least twenty-five shareholders present or represented (if any), or not less than half of the total number of shareholders, who hold not less than one-third of the total number of shares sold.

If after one hour from the time fixed for any general meeting of shareholders the number of shareholders present does not constitute a quorum as prescribed such meeting shall be cancelled if such general meeting of shareholders was requested for by the shareholders. However, if such meeting of shareholders was not requested by the shareholders, the meeting shall be called again and notice for the new meeting shall be sent to shareholders not less than seven days before the meeting. In that new meeting no quorum shall be required.

Article 31. The resolution of the general meeting of the shareholders shall comprise the following votes:

- (1) All ordinary resolutions shall require an affirmative vote of 52% of the total of votes cast by shareholders present at the meeting and entitled to vote. In case the votes are tied, the Chairman of the meeting shall have a casting vote. Each share entitles the holder to one vote.

- (2) Decisions on the following matters shall require the passing of a resolution with the votes of not less than three-fourths of the total number of votes cast by shareholders present at a general meeting and entitled to vote:
- a) To amend the Memorandum or Articles of Association;
 - b) To increase the registered capital;
 - c) To reduce the registered capital;
 - d) To issue debentures;
 - e) To dissolve the Company;
 - f) A sale or transfer of business of the Company whether in whole or in important part to other persons;
 - g) A purchase or acceptance of transfer of business of other companies, whether public or private limited companies;
 - h) the entering into, amendment or termination of contracts relating to the leasing of the Company's business, whether in whole or in important parts, assignments to other persons to manage the Company's affairs or amalgamation with other persons with the purpose of sharing profit and loss. A shareholder who has a special interest in a resolution may not vote on such resolution, except a resolution concerning election of directors.