

## Section 4

### Shareholder meeting

**Article 34** The Company's shareholders' meeting shall be held at the locality where the Company's head office is located or nearby provinces, and if the meeting is held via electronic media according to the Royal Decree on Meetings via Electronic Media the Company's head office shall be deemed the meeting venue.

**Article 35** There shall be a shareholders' meeting at least once a year. Such a meeting shall be called the "General Meeting" shall be held within four (4) months after the end of the Company's fiscal year. Other meetings of shareholders shall be called "Extraordinary General Meetings".

The Board of Directors may call an extraordinary meeting at any time as it deems appropriate. or when one or more shareholders holding shares in aggregate not less than ten (10) percent of the total number of shares sold they may join their names in writing requesting the Board of Directors to call an extraordinary meeting of shareholders at any time. but must clearly state the subject and reason for calling the meeting in the book as well in such a case, the Board of Directors must hold a shareholders' meeting within forty-five (45) days from the date of receiving the letter from the shareholders.

In the case where the Board of Directors fails to hold a meeting within the time period under paragraph two shareholders which are signed by each other or other shareholders aggregate to obtain the number of shares as required You can call a meeting by yourself. Within forty-five (45) days from the expiration of the period under paragraph two in such a case shall be deemed to be a shareholders' meeting summoned by the Board of Directors. The Company shall be responsible for necessary expenses incurred in arranging meetings and providing reasonable facilitation.

In the case where it appears that the meeting of shareholders is called because of the shareholders under paragraph three, the number of shareholders attending the meeting is insufficient to constitute a quorum as stipulated in Article 37, the shareholders under paragraph three. must jointly be responsible for reimbursement of expenses incurred from the arrangement There was a meeting at that time for the company sending meeting invitations to shareholders via electronic media if that shareholder has already informed the intention or consent to the company.

**Article 36** In the notice of the shareholders' meeting The Board of Directors shall prepare a notice calling for the meeting specifying the place, date, time and agenda of the meeting and matters to be proposed to the meeting with reasonable details by clearly specifying that the matter is proposed for acknowledgment, approval or consideration together with the opinions of the Board of Directors on such matters and send it to the shareholders and the public limited company registrar at least seven (7) days prior to the meeting date. and the notice of the meeting invitation shall also be published in a newspaper not less than three (3) days prior to the meeting date. It must be advertised for a period of three (3) days in a row.

The company can send a meeting invitation letter and warning notices of advertise any message about the meeting about the company or any other advertisements via electronic media instead of a notice in the newspaper under the preceding paragraph.

**Article 37** In the meeting of shareholders. There must be no less than twenty-five (25) shareholders and proxies (if any) attending the meeting or not less than half of the total number of shareholders and must hold shares in aggregate not less than one-third (1/3) of the total number of shares sold therefore a quorum will be constituted.

In the event that any shareholders' meeting After one (1) hour has elapsed from the appointed time, the number of shareholders attending the meeting is insufficient to constitute a quorum as specified. If the shareholders' meeting is called because of the shareholders requesting the meeting, it will be cancelled. If the shareholders' meeting is not called at the request of the shareholders reschedule a meeting and the notice summoning the meeting shall be sent to the shareholders not less than seven (7) days prior to the date of the meeting. In the latter meeting, a quorum is not required.

**Article 38** In the shareholders meeting shareholders may appoint proxies to others to attend the meeting and can vote on their behalf the proxy must be made in writing signed or proxy by electronic means and follow the form prescribed by the public company registrar by giving a letter of sending evidence of an electronic to the chairman or a person designated by the chairman at the Board of Directors at the meeting venue before the proxy attends the meeting and at least have the following items:

- a. The number of shares held by the proxy grantor
- b. Name of proxy
- c. The time of the meeting where the proxy was appointed to attend and vote

**Article 39** The meeting of shareholders shall be in accordance with the sequence of agenda as specified in the notice calling for the meeting. Unless the meeting resolves to change the order of agenda items with a vote of not less than two-thirds (2/3) of the number of shareholders attending the meeting.

When the meeting has completely considered the matters in accordance with the agenda set forth in the notice of the meeting Shareholders holding shares in aggregate not less than one-third (1/3) of the total number of shares sold may request the meeting to consider matters other than those specified in the notice calling for the meeting

In the event that the meeting considers matters in accordance with the agenda set forth in the notice of the meeting or the matter proposed by the shareholders is not completed and need to postpone the consideration The meeting shall prescribe the place, date, time and agenda to the shareholders not less than seven (7) days prior to the meeting. The notice of the meeting shall also be published in a newspaper at least three (3) days prior to the date of the meeting. It must be advertised for a period of three (3) days in a row.

**Article 40** The chairman of the board is the chairman of the shareholders' meeting. In the event that the chairman is not present at the meeting or unable to perform duties If there is a vice chairman let the vice chairman be the chairman If there is no Vice Chairman or but is unable to perform duties the shareholders who attend the meeting shall elect one shareholder to preside over the meeting.

**Article 41** In the shareholders' meeting Every shareholder has one vote per share.

In the event that a shareholder has a special interest in any matter Shareholders will not have the right to vote on that matter. In addition to voting for the election of directors.

**Article 42** Voting on any resolution or approval of any business at the shareholders' meeting, approval must be obtained by a majority vote of the shareholders who attend the meeting and cast their votes. Unless otherwise provided in these regulations or in other cases as required by law or in the following cases, a vote of not less than three-fourths (3/4) of the total number of votes of the shareholders attending the meeting and having the right to vote

- a. Selling or transferring all or part of the business of the Company to another person
- b. The purchase or acceptance of transfer of the business of other public companies or private companies to the company

- c. Making, amending or terminating contracts relating to the leasing of all or substantial parts of the Company's business. Assigning other people to manage the company's business or a merger with another person for the purpose of sharing profit and loss
- d. Amendments to the Memorandum of Association or the Articles of Association
- e. Capital increase and capital reduction
- f. Issuance of debentures
- g. Amalgamation or Dissolution