

Proposed Amendment to the Company's Articles of Association

Rationale : Pursuant to The National Council for Peace and Order's Announcement No.74/2557 Re : Electronic Conference allows, as an additional alternative, the arrangement of meetings via electronic means. For public limited companies, requirements pertaining this matter shall be specified in the Articles of Association.

Current Version	Proposed Changes
<p>Article 27. For calling a meeting of the Board of Directors, the Chairman of the Board or the director designated by him shall send a notice of the meeting to the directors at least seven days prior to the date of the meeting. However, where it is necessary and urgent to preserve the rights or interests of the Company, a meeting may be called by other methods and an earlier date of the meeting may be determined. The selected venue of the meeting may not necessarily be the locality in which the Company's head office is situated. The meeting may be held at any other place as deemed appropriate by the Chairman of the Board or the director designated by him.</p>	<p>Article 27. For calling a meeting of the Board of Directors, the Chairman of the Board or the director designated by him shall send a notice of the meeting to the directors at least seven days prior to the date of the meeting. However, where it is necessary and urgent to preserve the rights or interests of the Company, a meeting may be called by other methods and an earlier date of the meeting may be determined. The selected venue of the meeting may not necessarily be the locality in which the Company's head office is situated. The meeting may be held at any other place as deemed appropriate by the Chairman of the Board or the director designated by him. <u>Or the meeting may be held via electronic means, provided that such meeting shall be held in accordance with the laws, regulations, notifications, requirements or any other relevant rules that are currently applicable or as may be amended in the future.</u></p> <p><u>The notice of the meeting of the Board of Directors may be served via electronic means, subject to requirements under the applicable laws.</u></p>

Rationale: To comply with the Section 100 of the Public Limited Company Ac B.E. 2535 which amended by the Order of the Head of the National Council for Peace and Order No.21/2560 on Amendments of Laws to Facilitate the Ease of Doing Business which involves the amendment to the provisions concerning the rights of shareholders in relation to their requests to call for extraordinary meeting of shareholders.

Current Version	Proposed Changes
<p>Article 33. The Board of Directors shall call a shareholders meeting which is an annual ordinary general meeting of shareholders within 4 months of the last day of the fiscal year of the company.</p> <p>Shareholders meetings other than the one referred to in the first paragraph shall be called extraordinary general meeting. The Board of Directors may call an extraordinary general meeting of shareholders at any time the Board considers it appropriate to do so, or shareholders holding shares altogether not less than one-fifth of the total number of shares sold, or shareholders of not less than 25 persons holding shares altogether not less than one-tenth of the total number of shares sold may submit their names in a request directing the Board of Directors to call an extraordinary general meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. The Board of Directors shall proceed to arrange a shareholder meeting within one month from the date of receipt of such request from the shareholders.</p>	<p>Article 33. The Board of Directors shall call a shareholders meeting which is an annual ordinary general meeting of shareholders within 4 months from the last day of the fiscal year of the company</p> <p>Shareholders meetings other than the one referred to in the first paragraph shall be called extraordinary general meeting. The Board of Directors may call an extraordinary general meeting of shareholders at any time the Board considers it appropriate to do so, or one or more shareholders holding shares <u>not less than 10 percent</u> of the total number of shares sold, may request in writing to the Board of Directors to call an extraordinary general meeting at any time, but the subjects and reasons for calling such meeting shall be clearly stated in such request. In such case, the Board of Directors shall proceed to arrange a shareholder meeting <u>within 45 days</u> from the date of receipt such request from the shareholders.</p> <p>In case the Board of Directors does not hold the meeting within the period set out in paragraph 2, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call the meeting within 45 days from the completion of the period set out in paragraph 2. In this regard, such meeting shall be considered as the shareholders' meeting called by the Board of Directors, and the Company shall be responsible for any necessary expenses incurred from the meeting and appropriate facilitation.</p> <p>In the case that the quorum of the meeting convened as requested by shareholders under paragraph 3 cannot be formed as required by Article 35, the shareholders in paragraph 3 shall be responsible to the Company for any expenses incurred from such meeting.</p>