

## Articles of Association of the Company in relation to the Shareholders' Meeting

Article 19. The Shareholders' meeting must elect directors according to the rules and procedures as follows

- (1) One shareholder has a vote equal to one (1) share per one (1) vote.
- (2) Each shareholder shall use all existing votes according to (1) to elect one or more person as directors.  
When several people are elected as directors, the vote cannot be divided evenly among them.
- (3) In the case of electing several persons to be directors, the person receiving the highest number of votes in descending order shall be elected as director equal to the number of directors to be elected at that time. In the event that the person who has been elected in the next order has the same number of votes as the number of directors to be elected at that time, the chairman of the meeting shall be the decisive voter.

Article 21. At every annual general shareholder's meeting, one-third (1/3) of the total number of directors shall retire from the position. If the number of directors cannot be divided exactly into thirds, the nearest fraction (1/3) shall be used.

In the first and second years after the Company's registration, a lot-drawing method must be used for directors who must retire from their positions. The director with the longest tenure will retire in the following years.

Directors who are retired may be re-elected to the position.

Article 26. The directors are entitled to receive remuneration from the Company in the form of prize money, meeting premiums, remuneration, bonuses, or other form of remuneration as the shareholders' meeting will consider and vote on by a vote of not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting. The Directors' remuneration may be determined as certain amount or set according to specific criteria and may be defined from time to time or be effective until the shareholders' meeting resolves to change it otherwise. Moreover, the directors are entitled to receive allowances and welfare according to the Company' regulations.

Article 37. The Board of Directors shall hold the shareholders' meeting as an annual general meeting within four (4) months from the end of the Company's accounting period.

Any other shareholders' meeting other than paragraph one shall be referred to as an extraordinary meeting. The Board of Directors can call an extraordinary meeting of shareholders at any time it deems appropriate.

One or several shareholders holding shares representing not less than ten (10) percent of the total number of shares sold may sign a letter requesting the Board of Directors convene a meeting of the shareholders, which is an extraordinary meeting, at any time. The letter must, however, clearly state the issues and

reasons for calling the meeting. In this situation, the Board of Directors shall call a shareholders' meeting within forty-five (45) days of receiving the shareholder's letter.

In case the Board of Directors fails to hold a meeting within the prescribed period under paragraph three, all shareholders who have joined their names or other shareholders have joined together to obtain the required number of shares may call the meeting within forty-five (45) days from the expiration of the prescribed period under paragraph three. In this case, it shall be deemed that it is the meeting of the shareholders that is called by the Board of Directors, and the Company shall be responsible for the necessary expenses resulting from the holding of the meeting and facilities as appropriate.

In the event that it appears that at any shareholders' meeting called by the shareholders under paragraph four, the number of shareholders attending the meeting is insufficient to constitute a quorum as prescribed in Article 39 of the Articles of Association, the shareholders under paragraph four shall be jointly responsible for reimbursing the Company for the expenses resulting from holding the meeting.

Article 38. Shareholders' meetings can be held electronically by following the rules and procedures set out in the relevant laws or notifications.

Article 39. To call a shareholders' meeting, whether it is a meeting in person or a meeting through electronic media, the Board of Directors shall prepare a notice of the meeting by stating the place, date, time, agenda, and matters to be presented to the meeting with reasonable details. The matter shall be clearly stated as a matter to be proposed for acknowledgment, approval, or consideration, as the case may be, including the opinion of the Board of Directors on the matter. The meeting notice must be delivered to the shareholders and the Registrar not less than seven (7) days before the date of the meeting. The advertisement of the meeting notice shall be as required by law.

In addition, a meeting invitation letter and supporting documents can be sent via electronic mail by complying with the rules and procedures set out in the relevant laws or notifications.

The meeting will be held in the province where the Company's head office is located, or in nearby provinces as determined by the Board of Directors. If the shareholders' meeting is called electronically, the location of the Company's head office shall be deemed the venue for the meeting.

Article 40. At the shareholders' meeting, whether it is in person or by electronic meeting, the presence of not less than twenty-five (25) or not less than one-half (1/2) of the total number of shareholders and their proxies (if any) shall be required, and not less than one-third (1/3) of the total number of shares sold shall be counted as the quorum.

In the event that it appears that any shareholders' meeting has passed one (1) hour from the appointed time and the number of shareholders attending the meeting is insufficient to constitute a quorum as

prescribed in paragraph one, if the shareholders' meeting was called at the shareholders' request, the meeting will be cancelled. If the shareholders' meeting is not convened at the shareholders' request, it can be rescheduled. In this case, the notice of the meeting shall be sent to the shareholders not less than seven (7) days before the date of the meeting. At this latter meeting, a quorum is not mandatory.

For the proxy, the power of attorney shall be submitted to the Chairman of the Board of Directors or to the person designated by the Chairman at the meeting place before the proxy attends the meeting, and there must be only one proxy for such purposes, regardless of whether or not the shareholder holds more or less of the Company's shares.

The appointment of the proxy referred to in the previous paragraph may be executed by electronic means, which must be secure and reliable to ensure that the proxy is executed by the shareholders in accordance with the rules and procedures set out in the relevant laws or notifications.

Article 41. The Chairman of the Board of Directors shall preside over the shareholders' meeting. In the event that the Chairman of the Board of Directors is absent or unable to act, the Vice Chairman of the Board of Directors shall preside over the meeting. If there is no Vice Chairman of the Board of Directors or he is absent or unable to act, the meeting shall elect one of the shareholders to preside over the meeting.

Article 42. In voting at the shareholders' meeting, one (1) shareholder shall be deemed to have one (1) vote, and if any shareholder has a special interest in any matter, that shareholder shall not have the right to vote on that matter other than the election of directors. The resolutions of the shareholders' meeting shall consist of the following votes:

- (1) In normal cases, the majority vote of the shareholders present and voting shall be required. If there is an equal number of votes, the Chairman of the meeting shall have an additional vote as a casting vote.
- (2) In the following cases, at least three-quarters (3/4) of the total number of votes of the shareholders present and entitled to vote shall be required.
  - a. Sale or transfer of all or a substantial part of the Company's business to other persons;
  - b. Purchase or receipt of transfer of the business of a private Company or another public Company to the Company;
  - c. Preparation, amendment, or termination of contracts relating to the lease of all or substantial parts of the Company's business; assignment to other persons to manage the Company's business or a merger with other persons with the purpose of sharing profits or losses;
  - d. Amendments to the Memorandum or Articles of Association of the Company;
  - e. Increase or decrease in the registered capital of the Company;
  - f. Dismissal of the Company;

- g. Issuance of debentures of the Company and other securities under the securities and exchange law;
- h. Merger of the Company with another Company;
- i. Other actions required by law to obtain at least three-quarters (3/4) of the total number of votes of the shareholders who are present and entitled to vote.

Article 43. Secret voting may be done when requested by at least five (5) shareholders before the voting and the meeting decides to vote in secret.

Upon request for a secret vote, the Chairman of the meeting shall determine the secret voting method.

Article 44. The matters required to be called for the annual general meeting of shareholders are as follows:

- (1) Considering and certifying the report of the Board of Directors that presents the activities of the Company in the past year;
- (2) Considering the approval of the balance sheet and profit and loss account;
- (3) Considering the approval of the allocation of profits and dividend payments;
- (4) Considering the election of a new director to replace a director who has retired from office due to rotation;
- (5) Considering the determination of the remuneration of the directors;
- (6) Considering the appointment of an auditor and determination of the audit fee; and
- (7) Other matters.

Article 47. The Board of Directors shall prepare the balance sheet and profit and loss account at the end of accounting period of the Company and present them to the shareholders' meeting at the Annual General Meeting for approval. The Board of Directors shall also provide an auditor to review the balance sheet and profit and loss account before presenting them to the shareholders' meeting.

Article 52. Dividends shall not be paid from other types of money other than profit. In the event that the Company still has accumulated losses, dividends will not be paid.

The dividends shall be divided according to the number of shares equally, except in case the Company issues preferred shares and determines that such shares receive dividends differently from common shares, in which case dividends shall be allocated as determined. The dividend payment must be approved by the shareholders' meeting at the next meeting.

The Board of Directors may pay interim dividends to the shareholders from time to time when it deems that the Company has sufficient profits to do so. When the interim dividends have been paid, the payment must be reported to the shareholders' meeting at the next meeting.

The payment of dividends shall be made within one (1) month from the date of the shareholders' meeting or the resolution of the Board of Directors' meeting, as the case may be. The notice of the dividend payment must be sent in writing to the shareholders and published in accordance with the rules and procedures set forth in the law.

Article 54. The Company shall allocate a portion of the annual net profit as a reserve of not less than five (5) percent of the annual net profit, deducted with the balance of accumulated losses (if any), until the amount of this reserve is not less than ten (10) percent of the registered capital.