

The amendment Articles 8, 12, 16, 18, 29, 30, 35, and 47 of the Articles of Association

Articles of Association (Current)	Articles of Association (proposed for amendment)
<p><u>Article 8</u> The Company shall not own its shares or take them in pledge.</p>	<p><u>Article 8</u> The Company shall not own its shares or take them in pledge <u>except in the following cases:</u> (1) <u>The Company may repurchase shares from the shareholders who vote against resolution of the shareholders' meeting for the amendment to the Company's Articles of Association concerning voting rights and rights to receive dividends which are considered by such shareholders to be unfair to them.</u> (2) <u>The Company may repurchase shares for the purpose of financial management when the Company has accumulated profits and surplus liquidity and such repurchase will not lead the Company into financial difficulties.</u> <u>The share repurchase must be approved by a shareholders' meeting, except in the case where the share repurchase does not exceed 10 percent of the paid-up capital, in which case the Board of Directors has the authority to make the decision to repurchase the shares. Shares held by the Company as a result of shares repurchased will not be counted when forming a quorum at shareholders' meetings and will not have any voting rights and rights to receive dividends.</u> <u>The repurchase of shares, disposal of repurchased shares and deduction of repurchased shares shall be made in accordance with the criteria and procedures set out in the laws governing public limited companies and securities and exchange applicable at that time.</u></p>
<p><u>Article 12</u> During the course of 21 (twenty one) days prior to each shareholders' meeting, the Company may stop registering the share transfer by notifying the shareholders in advance at the head office and at every branch office of the Company not less than 14 (fourteen) days before the date the</p>	<p><u>Article 12</u> During the course of 21 days prior to each shareholders' meeting, the Company may stop registering the share transfer (<u>Book Closing</u>) by notifying the shareholders in advance at the head office and at every branch office of the Company not less than 14 days before the date the registration of share</p>

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<p>registration of share transfer will cease.</p>	<p>transfer ceases <u>or the Company may fix a record date. In a shareholders' meeting, a person eligible to cast a vote must be a shareholder whose name appears in the share register book on the record date fixed by the Board of Directors, and the amount of shares that such shareholder is eligible to cast a vote must be the same amount as appeared in the share register book on the same day in accordance with the criteria and procedures set out in the laws governing securities and exchange. In this regard, the record date fixed by the Board of Directors shall not exceed 2 months prior to the date of the shareholders' meeting and shall not be prior to the date that the Board of Directors has approved to convene the shareholders' meeting. The record date that has been fixed by the Board of Directors cannot be changed.</u></p>
<p><u>Article 16</u> In addition to retiring from office by rotation, a director shall cease to hold office upon</p> <ol style="list-style-type: none"> (1) death; (2) resignation; or (3) lack of qualifications or being subject to restriction imposed under Section 68 of the Public Companies Limited Act B.E. 2535 (1992). 	<p><u>Article 16</u> In addition to retiring from office by rotation, a director shall cease to hold office upon:</p> <ol style="list-style-type: none"> (1) death; (2) resignation; or (3) lack of qualifications or being subject to restriction imposed under Section 68 of the Public Limited Companies Act B.E. 2535 (1992) <u>and its amendments.</u>
<p><u>Article 18</u> In case any vacancy occurs, otherwise than by rotation, the Board of Directors at the next Board of Directors' meeting shall elect a person who possesses qualification and carries no forbidden characteristics under Section 68 of the Public Limited Companies Act B.E, 2535 (1992) to fill the vacancy, except in the case where the remaining term of office of the director is less than two months. The replacement director shall retain his office only for the period to which the vacating director was entitled to retain. A resolution of the Board of Directors pursuant of paragraph one shall be passed by not less than three-fourths of the votes of the remaining directors.</p>	<p><u>Article 18</u> In case any vacancy occurs otherwise than by rotation, the Board of Directors at the next Board of Directors' meeting shall elect a person who possesses qualification and carries no forbidden characteristics under Section 68 of the Public Limited Companies Act B.E. 2535 (1992) <u>and its amendments</u> to fill the vacancy, except in the case where the remaining term of office of the director is less than two months. The replacement director shall retain his office only for the period to which the vacating director was entitled to retain. A resolution of the Board of Directors pursuant to paragraph one shall be passed by not less than three-fourths of the votes of the remaining directors.</p>
<p><u>Article 29</u> The directors are entitled to receive remuneration from the Company in the form of a reward money, meeting allowance, pension, bonus or consideration of a different</p>	<p><u>Article 29</u> The directors are entitled to receive remuneration from the Company in the form of a reward money, meeting allowance, pension, bonus or consideration of a different</p>

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<p>nature according to the Articles of Association or as the shareholders' meeting may determine, which may constitute a fixed amount or be laid down as criteria and may be determined either from time to time or indefinitely until there is change to the contrary. Moreover, the directors are entitled to receive various allowances and welfare benefits under the regulation of the Company.</p> <p>The provision in paragraph one does not affect the right of the Company's staff members or employees who are elected directors to receive remuneration and benefits in their capacity as staff members or employees of the Company.</p>	<p>nature according to the Articles of Association or as the shareholders' meeting may determine <u>by the votes of not less than two-thirds (2/3) of the total votes of the shareholders present at the meeting</u>, which may constitute a fixed amount or be laid down as criteria and may be determined either from time to time or indefinitely until there is change to the contrary. Moreover, the directors are entitled to receive various allowances and welfare benefits under the regulation of the Company.</p> <p>The provision in paragraph one does not affect the right of the Company's staff members or employees who are elected directors to receive remuneration and benefits in their capacity as staff members or employees of the Company.</p>
<p><u>Article 30</u> The Board of Directors shall hold a shareholders' meeting called an Annual General Meeting within four months from the end of the Company's financial year. All other shareholders' meetings are called Extraordinary General Meetings. The Board of Directors may summon an Extraordinary General Meeting at any time as it may deem fit or whenever a requisition for the summoning of an Extraordinary General Meeting is made in writing and submitted to the Board of Directors by shareholders holding not less than one-fifth of the total number of shares sold or by not less than twenty five shareholders holding not less than one-tenth of the total number of shares sold. The requisition must clearly specify the reason for summoning of the meeting. In such a case, the Board of Directors shall hold such shareholders' meeting within one month from the date of receipt of the written requisition from shareholders.</p>	<p><u>Article 30</u> The Board of Directors shall hold a shareholders' meeting called an Annual General Meeting within four months from the end of the Company's financial year. All other shareholders' meetings are called Extraordinary General Meetings. The Board of Directors may summon an Extraordinary General Meeting at any time as it may deem fit or <u>one or more shareholders holding the aggregate number of shares of not less than 10 percent of the total number of shares sold may, by subscribing their names, request the Board of Directors in writing to call an Extraordinary General Meeting at any time, but the matters and reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a shareholders' meeting to be held within 45 days as from the date the request in writing from shareholders is received.</u> <u>In case the Board of Directors fails to arrange for the meeting within such period under paragraph two, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within 45 days as from the date of expiration of the period under paragraph two. In such case, the meeting is deemed to be shareholders' meeting called by the Board of Directors and the Company shall be</u></p>

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	<p><u>responsible for necessary expenses as may be incurred in the course of convening such meeting and the Company shall reasonably provide facilitation.</u></p> <p><u>In the case where, at the meeting called by the shareholders under paragraph three, the number of shareholders presented does not constitute quorum as prescribed by Article 33, the shareholders under paragraph three shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.</u></p>
<p><u>Article 35</u> Businesses to be conducted at an Annual General Meeting are as follows:</p> <ol style="list-style-type: none"> (1) Consideration of the Board of Directors' report presented to the meeting to indicate the Company's business which was managed by the Board of Directors in the preceding year; (2) Consideration and approval of a balance sheet; (3) Consideration of distribution of profits. (4) Election of directors to replace the directors who retire by rotation; (5) Appointment of an auditor; and (6) Other businesses. 	<p><u>Article 35</u> Businesses to be conducted at an Annual General Meeting are as follows:</p> <ol style="list-style-type: none"> (1) Consideration of the Board of Directors' report presented to the meeting to indicate the Company's business which was managed by the Board of Directors in the preceding year; (2) Consideration and approval of a balance sheet <u>and profit and loss account for the preceding financial year;</u> (3) Consideration of distribution of profits, <u>dividend payment and appropriation of reserve fund;</u> (4) Election of directors to replace the directors who retire by rotation <u>and fixing remuneration;</u> (5) Appointment of an auditor <u>and fixing remuneration;</u> and (6) Other businesses.
<p><u>Article 47</u> In case of the Company conducts any connected transactions or acquisition and disposal of assets pursuant to the notification of the Stock Exchange of Thailand governing connected transaction of a listed company or acquisition and disposal of assets of a listed company, as the case may be, the Company shall comply with the criteria and procedures stipulated by such notifications.</p>	<p><u>Article 47</u> In case the Company conducts any connected transaction or acquisition and disposal of its assets pursuant to the notifications of the Stock Exchange of Thailand <u>and the Securities and Exchange Commission</u> governing connected transaction of a listed company or acquisition or disposal of assets of a listed company, as the case may be, the Company shall comply with the criteria and procedures stipulated by such notifications.</p>