

Company regulations related to shareholder meetings

- Article 14. The company shall have a board of directors comprising a minimum of five members. The board shall be responsible for considering the election of the chairman of the board and shall elect the chairman as well as may choose a vice chairman, executives, and other positions as deemed appropriate collectively. Additionally, not less than half of the total number of directors must have a registered address within the jurisdiction of the Kingdom.
- Article 15. The shareholder meeting shall elect directors according to the following criteria and methods.
- (1) One shareholder has one vote per share.
 - (2) Each shareholder must use all of his/her votes according to (1) to elect one or more persons as directors. Each person cannot divide their votes to anyone, to any extent.
 - (3) The persons who receive the highest number of votes in descending order are elected as directors, equal to the number of directors that should be or will be elected at that time. If the persons elected in descending order have the same number of votes, exceeding the number of directors that should be or will be elected at that time, the chairman shall have the deciding vote.
- Article 18. At every Annual General Meeting, At least one-third (1/3) of the directors must retire from office. If the number of directors cannot be divided into three parts, The number closest to one-third (1/3) of the directors who must retire from office in the first year is to be removed. and the second year after the registration of the company Draw lots to see who will resign in the following years. The directors who have been in office the longest will be the ones who will resign from their positions as directors. Those who leave that position may choose to take up another position.
- Article 29. Directors are prohibited from engaging in any business or competition with the company's operations, becoming a partner in a partnership or an unlimited liability partnership, or serving as directors in private companies or other companies engaged in identical or competitive businesses with the company, whether for their own benefit or the benefit of others, unless prior notice is given to the shareholders' meeting before an appointment is made.
- Article 33. There shall be a general meeting of shareholders at least once a year. Such a meeting shall be called a “ **general meeting** .” Such general meeting shall be held within 4 months after the end

of the company's fiscal year. Other shareholder meetings shall be called “ **extraordinary meetings.** ”

The committee may call an extraordinary meeting at any time it deems appropriate. or when shareholders whose shares count together are not less than one-fifth of the total number of shares sold or the number of shareholders not less than 25 people, whose total shares are not less than 1/10 of the total number of shares sold, can sign a letter in the same issue requesting the board of directors to call an extraordinary meeting. The request letter will The meeting must be clearly specified for what purpose. The board of directors must hold a meeting within 1 month from the date of receiving the letter from shareholders.

Article 34. In notifying the meeting of shareholders. The committee shall prepare a meeting invitation specifying the location, date, time, and agenda. and matters to be presented to the meeting along with appropriate details By specifying clearly that it is a matter proposed for information, approval, or consideration. along with the opinions of the board of directors on the matter and sent to shareholders and the registrar not less than seven days before the meeting date. In addition, the notice of calling a shareholder meeting is advertised in newspapers for 3 consecutive days, not less than 3 days before the meeting date. If a meeting is called at that time It is a meeting invitation to arrange a meeting via electronic media. The company can send a meeting invitation letter. Any notice, warning, notification, or advertising message. Concerning meetings about the company or any advertising messages electronically instead

Article 35. A shareholder meeting must have shareholders and shareholders' proxies (if any) attending the meeting in total of not less than 25 people or not less than half of the total number of shareholders and must have a total of shares don't less than one-third of the total number of shares sold will constitute a quorum. In the case where it appears that at any shareholder meeting when 1 hour has passed since the appointed time, the number of shareholders attending the meeting is not complete to form a quorum as specified, if the shareholder meeting was called because the shareholders, the meeting was suspended, if the shareholder meeting was not called because the shareholder requested, a new meeting must be scheduled and a meeting notice sent to shareholders not less than 7 days before the meeting date. In the latter meeting, a quorum is not required.

- Article 36. In the shareholder meeting, shareholders may authorize others to attend the meeting and vote on their behalf. The authorization must be made in writing, signed by the grantor and made in the form specified by the Public Company Registrar and must include at least the following items:
- A. The number of shares that the proxy holds.
 - B. Name of the proxy grantor
 - C. The time of the meeting where a proxy to attend the meeting and vote is given and given to the Chairman of the Board or a person designated by the Chairman of the Board before the proxy attends the meeting.
- Article 37. In the event that the meeting is not finished considering matters according to the agenda specified in the meeting notice or incomplete consideration of matters proposed by shareholders whose shares total not less than one-third of the total number of shares sold at the meeting and it is necessary to postpone consideration of the meeting to determine the place, date, time, and agenda to shareholders at least 7 days before the meeting. The notice of the meeting must also be advertised in a newspaper not less than three days before the meeting date.
- Article 38. The Chairman of the Board acts as chairman of the shareholder meeting. In the event, that the Chairman of the Board is not present at the meeting or is unable to perform his duties. If there is a vice-chairman of the board of directors, the vice-chairman of the board of directors shall be the chairman of the shareholder meeting. If there is no vice chairman or there is only one unable to perform his duties, shareholders attending the meeting shall elect one shareholder to be the chairman of the meeting.
- Article 39. In a shareholder meeting, every shareholder has one vote per share. In the case that a shareholder has a special interest in any matter, the shareholder may not vote on that matter, except for voting to elect directors. Voting on any resolution or approval of any business, the general meeting must receive an approval vote from a majority of the shareholders who attend the meeting and have the right to vote. Except in the following cases, a vote of not less than three-quarters of the total number of shareholders who attend the meeting and have the right to vote must be received.
- Selling or transferring all or important parts of the company's business to another person.
- A. Buying or accepting transfer of business of another public company or private company to the Company.

B. Making, amending or terminating a contract regarding the rental of all or important parts of the company's business. Assigning another person to manage the company's business or combining business with another person with the objective of sharing profits and losses.

Article 40. Business that the annual general meeting should do is as follows:

- (1) Consider the report of the committee regarding the activities that the company has carried out during the past year.
- (2) Consider and approve the balance sheet
- (3) Consider the allocation of profits
- (4) Election of directors to replace directors who resign at the end of their term
- (5) Appoint an auditor
- (6) Other businesses

Article 45. It is prohibited to announce permission to pay dividends. In addition to the resolution of the shareholder meeting or resolution of the committee. In the case where interim dividends are paid payment of dividends must be notified in writing to shareholders, and notice of payment of dividends shall be advertised in a local newspaper and arrange for payment of such dividends within one month from the date of such resolution.

Article 46. The board of directors may pay interim dividends to shareholders from time to time. When it appears to the directors that the company has sufficient profits to be able to do and when dividends have been paid, report them to the shareholders at the next meeting.

Article 48. The company must allocate part of the annual net profit as a reserve fund of not less than 5 percent of the annual net profit. Deducted by the amount of accumulated losses brought forward (if any) until this reserve fund is not less than 10 percent of the registered capital. In addition to the aforementioned reserves, the board of directors may propose that the shareholders' meeting vote to allocate other reserve funds as they deem to be beneficial to the company's operations.

Article 53. The board must prepare a balance sheet and the profit and loss account at the end of the company's fiscal year. Propose to the shareholders at the annual general meeting. To consider and approve the balance sheet and this profit and loss account. The board must arrange for an auditor to complete the audit before presenting it to the shareholder meeting.

Article 54. The board of directors must send the following documents to shareholders with the notice for the annual general meeting.

(1) The balance sheet in copy and profit and loss account are audited by the auditor with the auditor's audit report.

(2) The annual report of the committee and accompanying documents.

Article 56. The auditor for the annual general meeting of shareholders appoints the auditor who has left and may choose to return to the position again.

Article 57. How much should an auditor be compensated? Let the shareholder meeting determine.