

Company regulations relating to shareholder meetings.

Shareholders' Meeting

Article 36 : The company's shareholders' meeting shall be held at the location of the company's head office, or in a nearby province, or at any other location as determined by the board of directors or a person authorized by the board of directors, or it may be conducted via electronic means in accordance with the law on electronic meetings. In the event that the meeting is conducted via electronic means, the company's head office shall be considered the meeting place.

Article 37 : The Board of Directors shall arrange for an annual general meeting of shareholders within four (4) months after the end of the Company's fiscal year.

Any other meeting of shareholders other than that mentioned shall be called an extraordinary meeting.

The Board of Directors may convene an extraordinary meeting of shareholders whenever it deems appropriate, or when one or more shareholders holding a combined total of not less than ten (10) percent of the total issued shares jointly submit a written request to the Board of Directors to convene an extraordinary meeting, provided that the subject matter and reasons for the request are clearly stated in the written request. In such a case, the Board of Directors shall arrange for the meeting of shareholders within forty-five (45) days from the date of receipt of the written request from the shareholders.

If the Board of Directors fails to convene the meeting within the period specified in paragraph three, the shareholders who jointly submitted the request, or other shareholders holding a combined total of the required number of shares, may convene the meeting themselves within forty-five (45) days from the expiration of the period specified in paragraph three. In such a case, it shall be deemed to be a meeting of shareholders convened by the Board of Directors, and the Company shall be responsible for the necessary expenses incurred in organizing the meeting and providing reasonable facilities.

In the event that a shareholders' meeting convened by shareholders as specified in paragraph four fails to meet the quorum requirements of Section 39, the shareholders as specified in paragraph four shall jointly and severally be liable to reimburse the Company for the expenses incurred in holding that meeting.

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Article 38 : In giving notice of a shareholders' meeting, whether it is a meeting in person or by electronic means, the Board of Directors shall prepare a notice of meeting specifying the place, date, time, agenda, and matters to be presented to the meeting with appropriate details, clearly indicating whether the matters are for information, approval, or consideration, along with the Board's opinion on the matter, and send it to the shareholders and the Registrar of Public Limited Companies at least seven (7) days before the meeting date. The notice of the meeting shall be advertised in a newspaper or by electronic means according to the criteria set by the Registrar of Public Limited Companies for three (3) consecutive days before the meeting date. However, if shareholders have indicated their intention or consented to the sending of the notice or documents by electronic means, the Company or the Board of Directors may send the notice of meeting or supporting documents by electronic means according to the criteria set by the Registrar of Public Limited Companies.

In the case where shareholders call the meeting themselves according to Section 37, paragraph four, the shareholder calling the meeting may send the notice of meeting to shareholders by electronic means, if those shareholders have indicated their intention or given their consent to the Company or the Board of Directors, according to the criteria set by the Registrar of Public Limited Companies.

Article 39 : In any shareholders' meeting, whether held in person or by electronic means, there must be at least twenty-five (25) shareholders and their proxies (if any) present, or at least one-half (1/2) of the total number of shareholders, and the combined number of shares must be at least one-third (1/3) of the total issued shares to constitute a quorum. The law on meetings held by electronic means must also be followed.

If, in the event that a shareholders' meeting is called one (1) hour after the scheduled time, the number of shareholders present does not meet the required quorum, and if the meeting was called at the request of shareholders, the meeting shall be suspended. If the meeting was not called at the request of shareholders, a new meeting shall be scheduled, and a notice of the meeting shall

be sent to shareholders at least seven (7) days prior to the meeting date. A quorum is not required for this subsequent meeting.

Article 40 : At a shareholders' meeting, a shareholder may authorize another person to attend the meeting and vote on their behalf. The authorization must be in writing, signed by the authorizing person, and in the form prescribed by the Registrar of Public Limited Companies. It must be given to the Chairman of the Board or a person designated by the Chairman at the meeting place before the proxy recipient enters the meeting, and must contain at least the following information:

- (1) The number of shares held by the authorizing person;
- (2) The name of the proxy recipient;
- (3) The number of the meeting for which the proxy is authorized to attend and vote.

The authorization under the first paragraph may also be made electronically, provided that the method used is secure and reliable to ensure that the authorization is made by the shareholder, in accordance with the rules prescribed by the Registrar of Public Limited Companies.

Article 41. Shareholders' meetings shall be held in the order of the agenda items specified in the notice of meeting, unless the meeting resolves to change the order of the agenda items by a vote of not less than two-thirds (2/3) of the number of shareholders present at the meeting. When the meeting has considered all the items on the agenda items specified in the notice of meeting, shareholders holding a combined total of not less than one-third (1/3) of the total issued shares may request that the meeting consider other matters not specified in the notice of meeting.

In the event that the meeting fails to complete consideration of the items on the agenda items specified in the notice of meeting, or additional matters proposed by shareholders, and it is necessary to postpone consideration, the meeting shall determine the place, date, and time for the next meeting, and the Board of Directors shall send a notice of meeting specifying the place, date, time, and agenda items to shareholders at least seven (7) days prior to the meeting. The notice of meeting shall be advertised in a newspaper or by electronic media according to the rules prescribed by the Registrar of Public Limited Companies for three (3) consecutive days prior to the meeting.

However, if shareholders have indicated their intention or consented to the sending of notices or electronic means, the Company or the Board of Directors may send the notice of meeting electronically according to the rules and applicable laws.

Article 42 : The Chairman of the Board shall preside over the shareholders' meeting. In the event that the Chairman is absent from the meeting or is unable to perform his duties, if there is a Vice Chairman, the Vice Chairman shall preside over the meeting. If there is no Vice Chairman, or if there is one but he or she is unable to perform their duties, the shareholders present at the meeting shall elect one shareholder to preside over the meeting.

Article 43 : In voting, shareholders shall have a number of votes equal to the number of shares they hold, with one (1) share having one (1) vote. Voting shall be conducted openly, unless at least five (5) shareholders request it and the meeting resolves to hold a secret ballot, in which case a secret ballot shall be held. The method of secret balloting shall be determined by the chairman of the meeting.

Article 44 : Resolutions of the shareholders' meeting shall consist of the following votes:

(1) In normal circumstances, a majority vote of the shareholders present and entitled to vote shall be required. If there is a tie vote, the chairman of the meeting shall cast an additional vote as the deciding vote.

(2) In the following cases, not less than three-fourths (3/4) of the total votes of the shareholders present and entitled to vote shall be required:

- (a) The sale or transfer of all or a significant part of the company's business to another person.
- (b) The purchase or acquisition of the business of another company or private company into the company's ownership.
- (c) The making, amendment, or termination of a contract relating to the leasing of all or a significant part of the company's business, the assignment of the management of the company's business to another person, or the merger of businesses with other persons with the objective of sharing profits and losses.
- (d) The amendment of the memorandum of association or articles of incorporation of the company.
- (e) The increase in capital, the reduction of capital, and the issuance of debentures.
- (f) The merger or dissolution of a company.

Article 45 : The matters that the Annual General Meeting of Shareholders shall convene are as follows:

- (1) To acknowledge the Board of Directors' report on the Company's operations over the past year.
- (2) To consider and approve the balance sheet or statement of financial position and profit and loss account as of the end of the Company's fiscal year.



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- (3) To consider and approve the allocation of profits and the payment of dividends.
- (4) To consider the election of new directors to replace those whose terms have expired and to determine the directors' remuneration.
- (5) To consider the appointment of auditors and to determine the amount of audit fees.
- (6) Other matters.