

Company's Regulations Relating to the General Meeting of Shareholders

31. The Board of Directors shall call a Shareholders' meeting which is an annual general shareholders' meeting within 4 (four) months of the end of the fiscal year of the Company.

Shareholders' meetings other than the one referred to in the first paragraph shall be called extraordinary meetings. The Board of Directors shall call an extraordinary meeting at any time it deems appropriate.

Shareholders holding shares of no less than one-fifth (1/5) of the total amount of shares sold or no less than twenty five (25) shareholders holding shares of no less than one-tenth (1/10) of the total amount of shares sold, have the right to collectively send a letter asking the Board of Directors to convene an extraordinary Shareholders' meeting at any time as they deem appropriate, provided that the letter shall state the clear reason for convening such Extraordinary Shareholders' meeting. In this case, the Board of Directors must arrange for an Extraordinary Shareholders' meeting to be held within one (1) month of the date of receipt of the letter from the aforementioned shareholders.

32. In regard to calling the Shareholders' meeting, the Board of Directors shall prepare a notice containing information regarding the venue, date, agenda, and matters to be presented to the meeting together with adequate details. The matters to be presented at the Shareholders' meeting must be clearly identified, whether they are presented for the purpose of acknowledgement, or for approval, or for consideration, as the case may be. In addition, the notice shall include the comments of the Board of Directors on such matters. The meeting notice shall be sent to the shareholders and the registrar at least seven (7) days prior to the meeting date. In addition, the notice of a Shareholders' meeting shall be published in a newspaper no less than three (3) consecutive days prior to the meeting date.

The venue for convening the Shareholders' meeting may be located in the province in which the head office is located or other places as prescribed by the Board of Directors.

33. At every Shareholders' meeting, a quorum shall consist of the presence of the shareholders or representatives of shareholders (if any) of at least twenty five (25) persons or at least half of the total number of shareholders and holding shares in a total amount of at least one-third (1/3) of the total number of the shares sold.

At any Shareholders' meeting, if the quorum is not constituted by one (1) hour after the time for which the meeting is scheduled and such Shareholders' meeting is called at the request of the shareholders, such Shareholders' meeting shall be terminated. If the Shareholders' meeting is not called at the request of the shareholders, the Shareholders' meeting shall be adjourned. In this regard, a notice shall be sent to the shareholders at least seven (7) days prior to the meeting date. A quorum for this rescheduled Shareholders' meeting is not required.

34. The Chairman of the Board of Directors shall be the Chairman of the Shareholders' meeting. In the case that the Chairman of the Board of Directors is not present or is unable to perform his or her duty, the Vice Chairman shall act as the Chairman of the Shareholders' meeting. If the Vice Chairman is not present or is unable to perform his or her duty, a shareholder shall be elected to be the Chairman of the Shareholders' meeting.
35. In regard to the voting of the Shareholders' meeting, each shareholder shall have 1 (one) vote for each share he or she holds. If any shareholder has any specific interest in any matter, such shareholder shall be prohibited from casting his or her vote on that matter except in the voting for the election of Directors. The affirmative vote of a resolution of the Shareholders' meeting shall be made as follows:
- (1) In the normal case, a majority of the shareholders who are present and casting their votes. In the event of a tied vote, the Chairman shall have a deciding vote.
 - (2) Each of the following matters requires at least three-fourths (3/4) of the total votes of the Shareholders who are present and entitled to vote:
 - (a) The sale or transfer of all or an essential part of the business of the Company to other persons;
 - (b) The purchase or acceptance of the transfer of the business of other private or public companies by the Company;
 - (c) The execution, amendment, or termination of all or an essential part of the agreement related to the lease of business of the Company, the assignment of other person(s) to manage the business of the Company, or the merging of the Company's business with other persons for the purpose of benefit sharing.
 - (d) Amendment of the Company's Memorandum of Association or Articles of Association;
 - (e) Increase or decrease of the registered capital of the Company;
 - (f) Dissolution of the Company;
 - (g) Issuance of debentures of the Company;
 - (h) Merger of the Company with another company;

36. The following businesses are to be transacted at the Annual General Meeting of the shareholders:

- (1) To consider the report of the Board of Directors relating to the Company's performance in the previous year;
- (2) To consider and approve the balance sheet and the profit and loss statement for the previous fiscal year;
- (3) To consider the arrangement of profits and the distribution of dividends;
- (4) To consider the election of Directors to replace those retiring by rotation;
- (5) To determine the remuneration of the Directors;
- (6) To appoint the Auditor and to determine the remuneration of the Auditor; and
- (7) To consider any other matters (if any).