

## Articles of Association Relating to the Shareholders' Meeting

### 1. Calling of Shareholders' Meeting

**Article 35** The Board of Directors shall convene a shareholders' meeting at least once a year. Such meeting shall be called the "Annual General Meeting" (AGM). The Annual General Meeting shall be held within four (4) months from the end of the Company's fiscal year.

Any other shareholders' meetings shall be called "Extraordinary General Meetings" (EGM).

The Board of Directors may convene an Extraordinary General Meeting at any time as it deems appropriate. Alternatively, one or more shareholders holding shares in an aggregate amount of not less than ten percent (10%) of the total number of issued shares may submit a written request to the Board of Directors to convene an Extraordinary General Meeting at any time. The request must clearly specify the matters and reasons for requesting such meeting.

The Board of Directors shall convene the shareholders' meeting within forty-five (45) days from the date of receipt of such written request from the shareholders.

If the Board of Directors fails to convene the meeting within forty-five (45) days from the date of receipt of the shareholders' request, the shareholders who have submitted the request or other shareholders holding the required number of shares may convene the meeting themselves within forty-five (45) days from the expiration of such period. Such meeting shall be deemed a shareholders' meeting convened by the Board of Directors. The Company shall be responsible for the necessary expenses incurred in organizing the meeting and facilitating the meeting as appropriate.

However, if the number of shareholders attending such meeting does not constitute a quorum as specified in Article 37, the shareholders who requested the meeting shall jointly be responsible for reimbursing the Company for the expenses incurred in organizing such meeting.

In the case where shareholders convene an Extraordinary General Meeting themselves, the shareholders convening the meeting may send the notice of the meeting electronically to shareholders who have expressed their intention or consent to receive the notice electronically.

Such procedures shall be conducted in accordance with the rules and procedures prescribed by the Registrar under the Public Limited Companies Act.

### 2. Quorum

**Article 37** At a shareholders' meeting, whether conducted physically or via electronic means, there must be shareholders and proxies (if any) attending the meeting of not less than twenty-five (25) persons, or not less than one-half of the total number of shareholders, holding shares in an

aggregate amount of not less than one-third (1/3) of the total number of issued shares to constitute a quorum.

In the case of a shareholders' meeting conducted via electronic means, the procedures shall comply with the rules and methods prescribed by law.

If at any shareholders' meeting, after one (1) hour has passed from the scheduled meeting time, the number of shareholders present is insufficient to constitute a quorum, and if such meeting was requested by shareholders, the meeting shall be cancelled.

However, if the meeting was not requested by shareholders, a new meeting shall be convened, and the notice of meeting shall be sent to shareholders at least seven (7) days prior to the meeting date. At such subsequent meeting, a quorum shall not be required.

**3. Chairman of the Meeting**

**Article 40** The Chairman of the Board of Directors shall preside as the Chairman of the shareholders' meeting. If the Chairman of the Board is not present or unable to perform his/her duties, the Vice Chairman shall act as the Chairman of the meeting. If there is no Vice Chairman, or if the Vice Chairman is unable to perform such duties, the shareholders attending the meeting shall elect one shareholder to preside as the Chairman of the meeting.

**4. Voting**

**Article 41** At a shareholders' meeting, each shareholder shall have one vote for each share held.

In the case where a shareholder has a special interest in any matter, such shareholder shall not be entitled to vote on that matter, except for voting in the election of directors.

**Article 42** Unless otherwise provided in these Articles of Association or required by applicable law, resolutions at the shareholders' meeting shall be passed by a majority vote of the shareholders attending the meeting and casting their votes. In the case of a tie vote, the Chairman of the meeting shall have a casting vote.

Resolutions on the following matters require votes of not less than three-fourths (3/4) of the total votes of shareholders attending the meeting and having the right to vote:

1. The sale or transfer of the whole or a substantial part of the Company's business to other persons
2. The purchase or acceptance of transfer of the business of other public companies or private companies by the Company
3. The execution, amendment, or termination of agreements relating to the lease of the whole or a substantial part of the Company's business, the assignment of the management of the

Company's business to other persons, or the merger with other persons for the purpose of profit and loss sharing.