

Articles of Association relevant to the Meeting and Voting

The Shareholders' Meeting

Article 31. The Board of Directors shall procure the Shareholders' meeting as the Annual General Meeting of Shareholders within four (4) months from the end of fiscal year of the Company.

The Shareholders' meeting other than the above mentioned shall be named as the Extraordinary General Meeting of Shareholders. The Board of Directors will convene the Extraordinary General Meeting of Shareholders at any time as it deems appropriate.

Alternatively, the shareholders gather their shares of not less than ten (10) percent of all issued and paid-up shares shall gather and submit the notice requesting the Board of Directors to convene the Extraordinary General Meeting of Shareholders at any time; provided that the reason for the request shall be indicated clearly in the notice. In this regard, the Board of Directors shall convene the Extraordinary General Meeting of Shareholders within forty-five (45) day from the date receiving the notice.

In case that the Board of Directors does not convene the Meeting within the period specified in the third paragraph, the Shareholders gathering or other Shareholders having shares in number according to the Articles of Association are able to convene the Meeting by themselves within forty-five (45) days from the due date. In this case, it shall be deemed that such Meeting was convened by the Board of Directors. The Company is liable for the expenses required for arranging the Meeting and facilitating as appropriate.

If it was found that the quorum of Shareholders' Meeting called by the Shareholders as mentioned in the fourths paragraph is not constituted as per specified in Article 33, the Shareholders as mentioned in the fourths paragraph shall be jointly liable all expenses incurred from the arrangement of such Meeting to the Company.

Article 32. In calling a shareholders meeting, the Board of Directors shall prepare a written notice calling the meeting that states the place, date, time, agenda of the meeting and the matters to be proposed to the meeting with reasonable detail by indicating clearly whether it is the matter proposed for information, for approval or for consideration, as the case may be, including the opinions of the Board of Directors in the said matters, and the said notice shall be delivered to the shareholders and the Registrar for their information at least 7 (seven) days prior to the date of the meeting. The notice calling for the meeting shall also be published in a newspaper at least 3 (three) days prior to the date of the meeting.

According to the Meeting place will be held at the province that the head office of the company is located or other places where the Board of Director will appoint.

Article 33. In order to constitute a quorum, there shall be shareholders and proxies (if any) attending at a shareholders meeting amounting to not less than 25 (twenty-five) persons or not less than one half of the total number of shareholders and in either case such shareholders shall hold shares amounting to not less than 1/3 (one-third) of the total number of shares sold of the company.

At any shareholders meeting, if 1 (one) hour has passed since the time specified for the meeting and the number of shareholders attending the meeting is still inadequate for a quorum as specified, if such shareholders meeting was called as a result of a request by the shareholders, such meeting shall be cancelled. If such meeting was not called as a result of a request by the shareholders, the meeting shall be called once again and the notice calling such meeting shall be delivered to shareholders not less than 7 (seven) days prior to the date of the meeting. In the subsequent meeting a quorum is not required.

Article 34. The Chairman of the Board shall be the chairman of shareholders meetings. If the Chairman of the Board is not present at a meeting or cannot perform his duty, and if there is a Deputy Chairman of the Board, the Deputy Chairman of the Board present at the meeting shall be the chairman of the meeting. If there is no Deputy Chairman of the Board or there is a Deputy Chairman of the Board who is not present at the meeting or cannot perform his duty, the shareholders present at the meeting shall elect one shareholder to be the chairman of the meeting only at that time.

Article 35. A resolution of the shareholders meeting shall be made by voting, one share shall be counted one vote, except any shareholder who has in a resolution a special interest shall not entitled to exercise the right of proxy to vote. However, vote for election of directors is not subjected to this Article, a resolution of the shareholders meeting shall require:

- (1) in an ordinary event, the majority vote of the shareholders who attend the meeting and cast their votes.
In case of a tie vote, the chairman of the meeting shall have a casting vote.
- (2) in the following events, a vote of not less than 3/4 (three quarters) of the total number of votes of shareholders who attend the meeting and have the right to vote:
 - a) the sale or transfer of the whole or important parts of the business of the Company to other persons;
 - b) the purchase or acceptance of transfer of the business of other private companies or listed companies by the Company;

- c) the making, amending or terminating of contracts with respect to the granting of a lease of the whole or important parts of the business of the company, the assignment of the management of the business of the company to any other persons or the amalgamation of the business with other persons with the purpose of profit and loss sharing
- d) the amending or changing the Article of Association, the Memorandum of Association
- e) the increasing or reducing of the company capital
- f) the dissolution of the company
- g) the issuance of the debentures
- h) the amalgamation of companies
- i) the other events which the provisions of the law stipulated that the resolution of the shareholders meeting shall require a vote of not less than 3/4 (three quarters) of the total number of votes of shareholders who attend the meeting and have the right to vote.

Article 36. The business to be transacted at the Annual Ordinary General Meeting is as follows:

- (1) The directors submit to the meeting the report showing how the business of the Company was conducted during the year under review;
- (2) Consideration and approval the balance sheets, profit and loss statements of the previous fiscal year;
- (3) Consideration on the allocation of the net profit for legal reserves;
- (4) Election of new directors in replacement of those retired by rotation;
- (5) Determine the remuneration of the Directors;
- (6) Appointment of the auditor and determine the auditing fee; and
- (7) Other business