

Registered on -1 SEP 2023

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-Signature-

(Miss Natnicha Thimto)

Registrar

Articles of Association

Thai Credit Bank Public Company Limited

Chapter 1

General Provisions

Article 1. These Articles of Association are called “Articles of Association of Thai Credit Bank Public Company Limited.”

Article 2. In these Articles of Association,

“Company”	means	Thai Credit Bank Public Company Limited. The English name is “Thai Credit Bank Public Company Limited.” The Chinese name is “泰信貸(股)銀行”.
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“Law”	means	Public Limited Company Law, Financial Institution Business Law, Securities and Exchange Law, Other law relating to the Company’s business operation.
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“Registrar”	means	Registrar under Public Limited Company Law.
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“Share Registrar”	means	Person who performs the duty as the Company’s share Registrar.
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Article 3. Other statements not stated herein shall be adhered and enforced under the statutory provisions.

Chapter 2

Issuance of Shares

Article 4. The Company’s shares are ordinary shares with equal share value.

Article 5. The Company’s shares are ordinary shares with equal share value per share and name bearer shares, and shall fully pay the share value with cash or other assets other than cash.

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The Company may issue and offer for sale of ordinary shares, preference shares, debentures, convertible debentures, or any other securities under the statutory provisions, and the Company may convert convertible debentures or preference shares to be ordinary shares subject to the statutory provisions.

Article 6. The Company can sell shares higher than the registered share value. The subscriber shall pay the amount higher than the share value together with share payment and establish the excess share payment as a capital reserve of premium on share separately from capital reserve under Clause 50.

Article 7. In paying for share, the subscriber or the purchaser of shares may not request for setting off debt with the Company, unless in the case where the Company restructures debt by issuing new shares to settle debt to the creditors according to the Debt to Equity Conversion Project approved by the Shareholders' Meeting with votes of not less than 3/4 (three-fourth) of total votes of the shareholders who attend the Meeting and have voting rights.

The issuance of shares for debt settlement and the Debt to Equity Conversion Project under paragraph one shall be in line with the rules and procedures prescribed by law.

Article 8. The Company shall issue the share certificates to the shareholders according to the rules and period prescribed by law.

Article 9. The Company's share certificates are in the type of shares with name certificates. The authorized director under the Company's Articles of Association shall sign or affix fingerprint on the share certificates. However, the Board of Directors may entrust any director and the Share Registrar to jointly sign or affix fingerprint on the share certificates or may assign the Share Registrar according to the Securities and Exchange Law to sign or affix fingerprint instead.

The Board of Directors may entrust the Company's directors, staff, or employees, or any other persons to perform the duty as the Company's Share Registrar. In the case where the Securities Registrar is entrusted as the Company's Share Registrar according to the Securities and Exchange Law, the practices regarding the Company's registration work shall be in line with the rules and procedures prescribed by the Securities and Exchange Law.

The Company shall store the Book of Shareholders' Registration and the related evidence of the entry in the said Shareholders' Registration at the Company's Head Office. In the case where the Company entrusts the Securities Registrar according to the Securities and Exchange Law to act as the Company's Share Registrar, the practices regarding the Company's registration work shall conform to what the Securities Registrar prescribes under the statutory provisions.

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Article 10. If two or more persons jointly subscribe or hold the same shares or several shares, those persons shall be mutually liable for making the share payment and the payment which are higher than the share value and shall appoint only one person in that number to exercise the right as the subscriber or shareholder as the case may be.

Article 11. The shareholder may request the Company to issue a new share certificate in replacement of the original share certificate when it appears that the original share certificate is lost, destroyed, vanished, or substantially damaged.

In the case where the share certificate is lost or destroyed, the shareholder shall submit the Application in the form and procedures determined by the Company and shall show the evidence of notification to the inquiry official or other evidence as determined by the Company to affirm the necessary fact appropriately.

In the case where the primary share certificate is vanished or substantially damaged, the shareholder shall submit the Application in the form and procedures prescribed by the Company and shall surrender the vanished or damaged primary share certificate to the Company.

When the Company has received the Application together with evidence as determined and has verified the correctness, the Company shall issue a new share certificate within the period specified by law.

Article 12. The Company may charge the fee for issuing a new share certificate in replacement of the share certificate which is lost, destroyed, vanished, or substantially damaged, or for issuing the copy of the share certificate at the rate determined by the Board of Directors but not exceeding the high-level rate specified by

Article 13. The Company is prohibited from owning shares or receiving the pledge of its shares unless in the following cases that the Company can own its shares.

(1) The Company may repurchase shares from the shareholder who cast a disagreed vote with the resolution of the Shareholders' Meeting on the revision of the Company's Articles of Association regarding the right to vote and the right to receive dividends, which the shareholder deems that it is unfair for him/her.

(2) The Company may repurchase shares for financial management when the Company earns retained earnings and surplus liquidity, and the repurchase of those shares does not cause the Company to confront financial problems.

The shares held by the Company are not counted as a quorum in the Shareholders' Meeting, without the right to vote and the right to receive dividends.

The Company shall sell the repurchased shares under paragraph one within the period specified by law. If they are unsold or not wholly sold within the said period, the Company shall reduce the paid-up capital by means of writing off the unsaleable registered shares.

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The share repurchase under paragraph one, sale of shares, and write-off of shares under paragraph three shall be in line with the rules and procedures prescribed by law. However, in the case of repurchase under Article (2) above, the amount shall not exceed 10 (ten) percent of the total sold shares. The Board of Directors shall have the power to approve the said share repurchase. In addition, in the case where the Company's shares are the listed securities in the Stock Exchange of Thailand, the Company shall also comply with the Securities and Exchange Law.

Chapter 3

Transfer of Shares

Article 14. The Company's shares shall be transferred without limit. However, the Company reserves its rights not to receive the registration of transfer of shares and execute whatever as required by law, as well as suspend the permission for exercising any rights in the capacity is shareholder for shares in the holding part exceeding the number specified by law and the Company's Articles of Association when it appears that any transfer of shares will result in

(1) the Company's deprive of rights and interests which should be received according to law; or

(2) the shareholding of the persons with foreign nationality over 25 (twenty-five) percent of the number of total sold voting shares, unless otherwise permitted according to the Financial Institution Law; or

(3) the shareholding of any person in the Company over the number specified by law.

Article 15. The transfer of shares will be valid when the transferor has endorsed the share certificate specifying the transferee's name and affixed with the signatures of the transferor and the transferee and handed over the share certificate to the transferor. The said transfer of shares can be used to affirm with the Company when the Company has already received the Application for registering the transfer of shares and can be used to affirm with the third party when the Company has already registered the transfer of shares. If the Company deems that transfer of shares is proper according to law and the Company's Articles of Association, the Company will register the transfer of shares within the period specified by law, or if the Company deems that the said transfer of shares is entirely improper, the Company will notify the applicant for acknowledgement within the period specified by law.

In the case where the Company's shares are listed securities in the Stock Exchange of Thailand, the transfer of the Company's shares shall also be in line with the requirements of the Securities and Exchange Law.

Article 15. Bis The Company shall inform the transferee of shares to sell his/her shares in the excess part in the case where the receipt of a transfer of shares for that case causes that person to have the number of holding shares over the rate specified by law unless permitted or respited according to the requirements of the Financial Institution Business Law.

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Article 16. In the case where the transferee of shares wishes to acquire a new share certificate in his/her name, he/she shall ask the Company by making a written letter signed by the transferee of shares and certified for the signature by at least one witness, and return the primary share certificate to the Company. When the Company considers and deems that the said transfer of shares is legal, the Company shall register the transfer of shares and issue a new share certificate within the period specified by law.

Article 17. In the case of the shareholder's death or bankruptcy causing any person to be entitled to such shares, the said person shall bring the share certificate for surrender and concurrently show evidence that he/she has the lawful right in such shares to submit to the Company. The Company shall register the said person to be the shareholder and issue a new share certificate within the period specified by law.

Article 18. During 21 (twenty-one) days before the date of each Shareholders' Meeting, the Company may suspend receiving the registration of transfer of shares by announcing for advance acknowledgement of the shareholders at head office and every branch office of the Company or via newspaper for not less than 14 (fourteen) days before the commencement date for suspending the receipt of registering the transfer of shares.

Chapter 4

Directors and Board of Directors

Article 19. The Board of Directors comprises the directors in the number of not less than five persons but not exceeding eleven persons, and directors not less than half of the total number of directors shall be the persons with the place of residence in the Kingdom and there shall be the number of directors with Thai nationality as required by law.

The directors can be the Company's shareholders or not.

The Company's Board of Directors comprises the directors with the qualification and non-prohibited characteristics according to law.

Article 20. The Shareholders' Meeting shall elect the directors according to the following rules and procedures.

(1) One shareholder has a vote equaling 1 (one) share per 1 (one) vote.

(2) In electing a director, each shareholder shall use all existing votes under (1) to elect in individual or aggregate as a group for one time fully based on total number of directors that must be elected at that time, but the votes cannot be shared to any person for how more or less.

(3) The persons who have obtained the highest votes in descending order shall be elected as the directors equaling the number of directors that should be available or elected at that time. If the persons elected in descending order have a tie exceeding the number of directors that should be available or elected at that time, the person who presides over the Meeting shall be the casting voter.

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Article 21. In every Annual General Meeting of Shareholders, 1/3 (one-third) directors of the number of directors at that time shall vacate the office. If the number of directors who shall vacate the office is identically indivisible into a triples, they shall vacate in the number nearest to the 1/3 (one-third) portion.

The drawing method shall be used for the directors who must vacate the office in the first year and the second year after registering the Company. In the following years, the directors who are in the office for the longest term shall vacate the office.

The director who retires with such reason may be elected for resumption. If, at any time, several directors are in the office for an equally long term in the number more than the number of directors who must retire at that time, the said directors shall retire using the drawing method.

Article 22. Other than retirement by rotation, the director retires upon:

- (1) death;
- (2) resignation;
- (3) disqualification or possession of the prohibited characteristics according to law;
- (4) resolution of the Shareholders' Meeting for dismissal with votes of not less than 3/4 (three-fourth) of the number of shareholders who attend the Meeting and have voting rights and have total counted shares of not less than half of the number of shares held by the shareholders who attend the Meeting and have voting rights;
- (5) the Court's order for dismissal.

Article 23. Any director who will resign from office shall submit a Resignation Form to the Company. The resignation shall be effective from the arrival date of the Resignation Form to the Company.

Article 24. In the case where the director's position is vacant due to another reason other than retirement by rotation, the Board of Directors shall select the person who possesses the qualification and non-prohibited characteristics according to law to assume the replacing director in the following Board of Directors' Meeting. Unless the remaining term of the vacant director is less than 2 (two) months, the person who assumes the said replacing director shall only be in the office equaling to the remaining term of the director replaced by him/her.

The resolution of the Board of Directors under paragraph one shall consist of votes not less than 3/4 (three-fourth) of the remaining number of directors.

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Article 25. In the case where the director's position is vacant until the remaining is less than the number, which is a quorum, the remaining directors can execute in the name of the Board of Directors, particularly for managing to have the Shareholders' Meeting for electing the director in replacement of all vacant office only. The Meeting shall be held within 1 (one) month from the date on which the remaining vacant number of directors is less than the number which is a quorum, and the person who assumes the replacing director can be in the office for just equating to the remaining term of the director replaced by him/her.

Article 26. The Board of Directors shall select one director to be the Chairman of the Board of Directors, and the Board of Directors may select any director to be the Vice Chairman of the Board of Directors. The Vice Chairman of the Board of Directors has the duty under regulations in the undertakings entrusted by the Chairman of the Board of Directors. The position of the Chairman of the Board of Directors and the Vice Chairman of the Board of Directors shall have the office term all the time that they hold the director's position in that term.

Article 27. The Board of Directors shall convene the Meeting at least 1 (one) time in every 3 (three) months at the location of the Company's head office or the province where the Board of Directors considers and deems appropriate.

Article 28. In the Board of Directors' Meeting, the directors shall attend the Meeting not less than half of the total number of directors to meet the quorum. In the case where the Chairman of the Board of Directors is not present in the Meeting or unable to perform the duty if the Vice of Chairman of the Board of Directors is available, the Vice Chairman of the Board of Directors shall preside over the Meeting. If the Vice Chairman of the Board of Directors is unavailable or available but unable to perform the duty, the directors who attend the Meeting shall select one director to preside over the Meeting.

The majority vote shall be adhered for final judgement of the Board of Directors' Meeting. One director has one vote in voting. Unless the director has gain and loss in any matter, he/she is not entitled to vote in that matter. In addition, in the case where a tie exists, the Chairman of the Meeting shall be entitled to vote for an additional vote as a casting vote.

However, in the case where it is the agenda for final judgement under paragraph two, the Board of Directors' Meeting shall not receive for consideration, discussion or resolution for approval on the said agenda if it is not explicitly specified in the Appointment Letter for the Meeting that the said agenda is the agenda for final judgement.

Article 29. The Chairman of the Board of Directors shall call the Board of Directors' Meeting. In the Board of Directors' Meeting, the Chairman of the Board of Directors or the entrusted person shall deliver the Appointment Letter for the Meeting specifying the meeting agenda to the directors not less than 3 (three) days before the meeting date. Unless in the case of exigency to maintain the Company's rights or benefits, the meeting appointment shall be notified by electronic means or other means, and the meeting date can be early scheduled.

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In the case where the Chairman of the Board of Directors is unavailable for whatever reasons, the Vice Chairman of the Board of Directors can call the Board of Directors' Meeting instead. In the case where the Vice Chairman of the Board of Directors is unavailable for whatever reasons, 2 (two) or more directors may jointly call the Board of Directors' Meeting.

Furthermore, the Appointment Letter for the Board of Directors' Meeting may be delivered by electronic means according to the rules prescribed by law.

Article 29. Bis The Chairman of the Board of Directors can determine that the Board of Directors' Meeting can be held via electronic media. The rules and procedures prescribed by law must be complied with in the electric meeting, and the Company's head office shall be regarded as the meeting holding venue.

Article 30. When it is reasonable or for maintaining the Company's rights and benefits, 2 (two) or more directors may jointly request the Chairman of the Board of Directors to call the Board of Directors' Meeting. The matters and reasons to propose to the Meeting for consideration shall be specified. The Chairman of the Board of Directors shall schedule the date and make the appointment for the meeting within 14 (fourteen) days from the requested date.

In the case where the Chairman of the Board of Directors does not execute under paragraph one, the requesting directors may jointly call and schedule the date of the Board of Directors' Meeting for considering the matters requested for holding the Board of Directors' Meeting within 14 (fourteen) days from the expiration date of the period under paragraph one.

Article 31. The Board of Directors has the following powers and duties.

(1) Operate according to law, the Company's objectives, and Articles of Association, as well as the resolution of the Shareholders' Meeting.

(2) Appoint and remove the Company's staff in all positions.

(3) Appoint and remove the Sub-Committees and determine remuneration, meeting allowance, and pension for the appointed Sub-Committees.

(4) Determine the gratuity payment to the Company's staff or employees or any persons who perform the undertakings for the Company, where they can be those who perform routine or non-routine works.

(5) Determine the interim dividend payment to the shareholders and report the Meeting for acknowledgement in the next Shareholders' Meeting.

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In operating under the authority of the Board of Directors, the Board of Directors may entrust any or several directors or other persons to operate in lieu of the Board of Directors or in the name of the Company according to the Company's objectives, where it shall be deemed as valid and binding with the Company.

The Board of Directors may appoint the Company's director, staff, or employee as the secretary of the Board of Directors to perform the duty entrusted by the Board of Directors.

Article 32. The Board of Directors shall appoint one director to be the President, having the authority delegated by the Board of Directors.

Article 33. The director is entitled to receive remuneration from the Company in the form of gratuity, meeting allowance, pension, bonus, or benefit in return in other natures under the Articles of Association or as considered by the Shareholders' Meeting. The Shareholders' Meeting may determine a certain amount or formulate the rules and will periodically determine or will always take effect until there is a change or entrust the Board of Directors to determine remuneration according to the formulated rules. In addition, the director shall receive allowance and welfare according to the Company's rules.

The provisions in paragraph one have no impact on the rights of the Company's staff or employees elected as the directors to receive remuneration and benefits in their capacity as the Company's employees or staff.

Article 34. The Board of Directors may appoint a certain number of directors as the Executive Committee, having the authority to supervise the Company's business as entrusted by the Board of Directors. In addition, in this number, one director shall be appointed as the Chief Executive Officer, and the President shall be the ex officio executive director.

The executive director is entitled to receive remuneration and pension as determined by the Board of Directors. However, it has no impact on the rights of that executive director to receive remuneration or other benefits hereunder in his/her capacity as a director.

The Executive Committee shall hold or call the Meeting as deemed appropriate by applying Articles 28, 29, and 31 paragraph two and paragraph three mutatis mutandis.

Article 35. The director shall notify the Company without delay when there are the following cases.

- (1) Have gain and loss either directly or indirectly in the contract entered with the Company.
- (2) Increase or decrease the holding of shares or debentures in the Company and the affiliated companies.

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Article 36. The authorized signatory directors in binding the Company are 2 (two) directors who countersign and affix the Company's seal.

The Board of Directors shall have the power to consider determining and changing the name list of the authorized signatory directors in binding the Company.

Chapter 5

Shareholders' Meeting

Article 37. The Board of Directors shall hold the Shareholders' Meeting as the Annual General Meeting within 4 (four) months from the ending date of the Company's fiscal year. Another Shareholders' Meeting shall be called "Extraordinary Meeting".

The Board of Directors shall call the Shareholders' Meeting as the Extraordinary Meeting whenever it is deemed appropriate.

One or several shareholders with total counted shares not less than ten percent of the total number of sold shares shall submit a joint letter to request the Board of Directors to call the Shareholders' Meeting as the Extraordinary Meeting whenever, but shall also clearly specify the matters and reasons to ask for calling the Meeting in the said letter. In such case, the Board of Directors shall hold the Shareholders' Meeting within forty-five days from the received date of the letter from the shareholders.

In the case where the Board of Directors does not hold the Meeting within the period under paragraph three, many shareholders who submit a joint letter or other shareholders in combination to acquire the number of shares as enforced can call the Meeting within forty-five days from the expiration date of the period under paragraph three. In such case, it shall be regarded as the Shareholders' Meeting called by the Board of Directors for meeting. The Company shall be responsible for necessary expenses incurred from holding the Meeting and facilitating as appropriate.

In the case where it appears that any time of the Shareholders' Meeting which is called for meeting due to the shareholders under paragraph four, the number of shareholders who attend the Meeting is not constituted as a quorum as determined in Article 39., the shareholders under paragraph four shall be jointly responsible for reimbursing the expenses incurred from holding that time of the Meeting to the Company.

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Article 38. In calling the Shareholders' Meeting, the Board of Directors shall prepare the Appointment Letter for the Meeting specifying the venue, date, time, meeting agenda, and matters which will be proposed to the Meeting, together with detail as appropriate by clearly specifying that they are the matters which will be proposed for acknowledgement. for approval, or for consideration and opinions of the Board of Directors on such matters, and delivered to the shareholders and the Registrar, together with the related documents for not less than 7 (seven) days before the meeting date in advance. In addition, the notice for a meeting appointment shall be advertised in a newspaper for 3 (three) consecutive days before the meeting, not less than 3 (three) days.

Furthermore, the Appointment Letter for the Shareholders' Meeting may be delivered by electronic means according to the rules prescribed by law.

Article 39. In the Shareholders' Meeting, the shareholders and proxies from the shareholders (if any) shall attend the Meeting for not less than 25 (twenty-five) persons or not less than half of the total number of shareholders. The total counted shares shall not be less than 1/3 (one-third) of the total number of sold shares to meet the quorum. The shareholder can authorize another person in writing to attend the Meeting and vote in lieu of him/her in the form determined by law and the Power of Attorney shall be submitted to the Chairman of the Board of Directors or the person designated by the Chairman of the Board of Directors at the meeting venue before the proxy will attend the Meeting.

The authorization under paragraph one may be carried out by electronic means instead. The Company shall use the safe and reliable means that the shareholder has carried out the said authorization according to the rules prescribed by law.

In the case where it appears that at any time of the Shareholders' Meeting, when the appointment time is lapsed up to one hour, the number of shareholders who attend the Meeting does not meet the quorum as determined. If the Shareholders' Meeting is called due to the request of shareholders, the meeting shall be suspended. If the Shareholders' Meeting is not called the Meeting due to the request of shareholders, the Meeting shall be reappointed, and the Appointment Letter for the Meeting shall be delivered to the shareholders not less than 7 (seven) days before the meeting date in advance. In the last Meeting, the requirement of constituted quorum is not enforced.

Article 39. Bis The Shareholders' Meeting may be carried out via electronic media, where the rules and procedures prescribed by law must be complied with. In addition, the location of the Company's head office shall be regarded as the meeting holding venue.

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Article 40. The Chairman of the Board of Directors shall preside over the Shareholders' Meeting. In the case where the Chairman of the Board of Directors is not present in the Meeting or unable to perform the duty if the Vice Chairman of the Board of Directors is available, the Vice Chairman of the Board of Directors shall preside over the Meeting. If the Vice Chairman of the Board of Directors is unavailable or available but unable to perform the duty, the Meeting shall select a shareholder who is the director and attends the Meeting to preside over the Meeting. If the shareholder who is the director is unavailable or available but not present in the Meeting or unable to perform the duty, the Meeting shall select one shareholder who attends the Meeting to preside over the Meeting.

Article 41. The Chairman of the Shareholders' Meeting has the duty to control the Meeting according to law and the Company's Articles of Association on the Meeting. In this regard, the Meeting shall be carried out In order of the meeting agenda determined in the Appointment Letter for the Meeting unless the Meeting will resolve to change the agenda order with votes of not less than W3 (two-third) of the number of shareholders who attend the Meeting.

Article 42. The final judgement or the resolution of the Shareholders' Meeting shall be performed by voting, and whether voting will be performed with any means, 1 (one) share shall always be counted as 1 (one) vote.

Any shareholder with special gain and loss in any matter which the Meeting will resolve is not entitled to vote at that point. Unless it is voting for electing the director, voting is allowed without prohibition.

Voting in paragraph one that 1 (one) share is regarded as 1 (one) vote is not applied with the case where the Company has issued preference shares and determined to have voting rights less than ordinary shares.

In the case where any shareholder holds shares over the number prescribed by law without exception for holding shares over such number, that shareholder can vote in the Shareholders' Meeting for just equating to the number of shares prescribed by law for holding only.

The following shall be observed in the resolution of the Shareholders' Meeting.

(1) In the normal case, the majority votes of the shareholders who attend the Meeting and vote shall be adhered to. If a tie exists, the Chairman of the Meeting shall vote for an additional vote as a casting vote.

(2) In the following cases, votes of not less than 3/4 (three-fourth) of the total votes of the shareholders who attend the Meeting and have voting rights shall be adhered to.

(a) Sale or transfer of the entire or partial important business to another person;

(b) Acquisition or receipt of a transfer of business of another company or private company to belong to the Company;

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(c) Entry, revision, or termination of the contract regarding leasing the entire or partial important business of the Company, outsourcing another person to manage the Company's business, or merger of the business with another person with the objective of profit sharing;

(d) Issuance of debentures for offering the public or other person;

Article 43. The undertakings that the Annual General Meeting of Shareholders should at least perform are as follows.

(1) Acknowledge the report of the Board of Directors regarding the Company's business in the past 1 (one) year.

(2) Consider approving the balance sheet and profit and loss account.

(3) Consider approving the appropriation of profit.

(4) Elect the director in replacement of the director who retires by rotation.

(5) Elect the auditor and determine the audit fee amount of the Company.

(6) Other undertakings

Chapter 6

Account, Finance, and Auditing

Article 44. The Company's fiscal year starts from 1 January and ends on 31 December of every year.

Article 45. The Company shall arrange book keeping and storage, as well as auditing according to law regarding the said tasks.

Article 46. The Company shall prepare balance sheet and profit and loss account, arrange the auditor to audit and certify at the ending date of the Company's fiscal year, and assign the Board of Directors to propose the Annual General Meeting of Shareholders to consider approving in the following year.

Article 47. The Board of Directors shall deliver the following documents to the shareholders together with the Appointment Letter for the Annual General Meeting of Shareholders.

(1) Copy of balance sheet and profit and loss account audited by the auditor, and the auditing report of the auditor;

(2) Annual Report of the Board of Directors

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Article 48. The dividend payment from other types of money besides profit cannot be made. In the case where the Company has still had deficit balance, the dividend payment is prohibited.

The rest of profit from dividend payment shall be appropriated as reserves as deemed appropriate by the Board of Directors.

The Board of Directors may periodically pay interim dividends to the shareholders when it deems that the Company makes a reasonable profit to do so. In addition, after paying the dividend, the Board of Directors shall report to the Shareholders' Meeting for acknowledgement in the next Meeting.

The said dividend payment shall be made within 1 (one) month from the resolved date of the Shareholders' Meeting or the Board of Directors. The written notice shall be given to the shareholders, and the said notice for dividend payment shall also be advertised in a newspaper.

Article 49. In the case where any shareholder holds shares more than the number determined by law without exemption of shareholding over the said number, the Company shall pay a dividend or any other remuneration to that shareholder just equal to the number of shares prescribed by law for holding only.

Article 50. The Company shall appropriate part of net profit for the year as a capital reserve for not less than 5 (five) percent of net profit for the year deducted with deficit balance brought forward (if any) until the amount of this capital reserve is not less than 10 (ten) percent of the registered capital unless otherwise prescribed by law that capital reserve shall be more than the said amount.

The Board of Directors may appropriate the rest of the profit from dividend payment or appropriate according to the resolution of the Shareholders' meeting or take net profit in the generated part in the semi- period of the audited accounting year as reserves or as capital reserve to be the Company's capital fund. In addition, the Board of Directors shall have the power to change reserves which are the capital fund or reserves appropriated as deemed appropriate, except capital reserve under paragraph one and capital reserve of premium on share (if any). The Shareholders' Meeting shall be reported for acknowledgement in the following meeting.

Article 51. After the Shareholders' Meeting approves, the Company may transfer capital reserve under Clause 6. or capital reserve under Clause 50. or other capital reserves for compensation of the Company's deficit.

According to the compensation of deficit under paragraph one, it shall be first deducted for compensation from other reserves and then deducted from capital reserve under Clause 50. And capital reserve under Clause 6., respectively.

Article 52. In the case where the Company has not yet fully sold shares in the registered number or the Company has registered for a capital increase, the Company shall pay dividends in whole or in part by issuing new ordinary shares for the shareholders under consent from the Shareholders' Meeting.

(Signed).....-Signature-.....Director requesting for registration

(Miss Krisana Aramkulchai)



Registered on -1 SEP 2023

Certified True Copy

-Signature-

(Miss Natnicha Thimto)

Registrar

Article 53. The Annual General Meeting of Shareholders shall yearly appoint the auditor and determine the Company's audit fee amount. In appointing the auditor, the former auditor can be reappointed.

Article 54. The auditor may be the Company's shareholder, but he/she must not be the director, staff, employee, or any position holder of the Company.

Article 55. The auditor has the power to audit the accounts, documents, and any other evidence regarding the Company's revenue, expenditure, as well as assets, and liabilities during the Company's office hours. In this regard, the auditor shall have the power to inquire the directors, staff, employees, any position holders of the Company, and the representative of the Company and ask them to clarify the fact or submit the documentary evidence regarding the Company's business operation.

Article 56. The auditor has the duty to participate, clarify, and comment in the Company's Shareholders' Meeting every time of consideration on the balance sheet, profit and loss account, and problems on the Company's accounts. The Company shall also submit its reports and documents, which should be received by the shareholders at that time of the Shareholders' Meeting, to the auditor.

Article 57. The Company must submit the Annual Report together with a copy of the balance sheet and profit and loss account, which have been audited by the auditor and approved by the Shareholders' Meeting, and the copy of the Minutes of the Shareholders' Meeting, particularly about the approval on balance sheet, profit appropriation, and dividend distribution. The authorized signatory on behalf of the Company shall sign to certify the correctness and submit to the Registrar. For that balance sheet, the Company shall also advertise for public acknowledgement for at least one day schedule within 1 (one) month from the approved date of the Shareholders' Meeting.

Charter 7

Capital Increase and Capital Reduction

Article 58. The Company can increase its capital from the registered amount by issuing new additional shares under resolution of the Shareholders' Meeting with votes of not less than 3/4 (three-fourth) of the total votes of the shareholders who attend the Meeting and have voting rights, and take that resolution to register the change of registered capital with the Registrar within 14 (fourteen) days from the date on which the Meeting passed such resolution.

The newly issued shares from capital increase can be offered for sale in whole or in part and offered for sale to the shareholders in the proportion of the existing number held by each shareholder, or offered for sale to the public or other persons either in whole or in part according to the resolution of the Shareholders' Meeting.

(Signed).....-Signature-.....Director requesting for registration

(Miss Krisana Aramkulchai)



Registered on -1 SEP 2023

Certified True Copy

-Signature-

(Miss Natnicha Thimto)

Registrar

Article 59. The Company may reduce its capital from the registered amount by devaluing each share to be lowered, or reducing the number of shares to be lessened, or writing off the registered shares which are unsold or have not yet been released for sale. In the case where the Company has earned a deficit and compensated for the loss, the deficit still exists, the Company may reduce the capital to less than 1/4 (one-fourth) of total capital when the Shareholders' Meeting resolves with votes of not less than 3/4 (three-fourth) of total votes of the shareholders who attend the Meeting and have voting rights. However, the Company shall take that resolution to apply for registration of capital reduction within 14 (fourteen) days from the resolved date of the Meeting.

Chapter 8

Additional Provisions

Article 60. The Company's seat shall be used as affixed herein.



Article 61. The Shareholders' Meeting can amend these Articles of Association by the resolution with votes of not less than 3/4 (three-fourth) of the total votes of the shareholders who attend the Meeting and have voting rights.

Article 62. In the case where the Company or its subsidiaries agrees to enter the related party transactions or the transactions regarding acquisition or sale of the assets of the Company or its subsidiaries according to the meaning defined under the Notification of the Stock Exchange of Thailand, which is applied with the entry of the related party transactions of the listed companies or acquisition or sale of the assets of the listed companies as the case may be, the Company shall also comply with the rules and procedures prescribed by the said Notification in those matters.

(Signed).....-Signature-.....Director requesting for registration

(Miss Krisana Aramkulchai)



Registered on -1 SEP 2023

Certified True Copy

-Signature-

(Miss Natnicha Thimto)

Registrar

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Article 63. All rules or vocable approvals of the Shareholders' Meeting about the remuneration payment, whether in any forms for the directors, which have been determined or approved before the effective date of these Articles of Association, shall be further effective until otherwise revised.

Article 64. All regulations or vocable approvals of the Shareholders' Meeting in any forms regarding the Company's business which have been determined or approved before the effective date of these Articles of Association, shall be further effective until they are otherwise revised.

Article 65. These Articles of Association shall take effect from the approved date of the Shareholders' Meeting by legal resolution onwards.

(Signed).....-Signature-.....Director requesting for registration

(Miss Krisana Aramkulchai)