

**THE COMPANY'S ARTICLES OF ASSOCIATION RELATING TO
SHAREHOLDERS' MEETING**

Shareholders' Meeting

Clause 20 The Board of Directors shall select one director to be the Chairman. The Chairman shall be a Chairman of the Board of Directors' meeting and the shareholders' meetings.

Clause 29 The Board of Directors shall call for a shareholders' meeting being an annual general meeting within four months from the last day of the financial year of the Company.

Any other meetings in addition to the above mentioned shall be called extraordinary meeting. The Board of Directors may summon an extraordinary meeting whenever they think fit or an extraordinary meeting may be summoned if a requisition to that effect is made in writing to the Board of Directors to call for such an extraordinary meeting by the shareholders holding not less than one-fifth of the entire sold shares or by not less than 25 shareholders holding in aggregate not less than one-tenth of the entire sold shares. The requisition shall specify the rationale for which the meeting is required to be summoned and in such case the Board of Directors shall hold a shareholders' meeting within 1 month from the date of receipt of the request letter of the shareholders.

Clause 31 Shareholders and proxies (if any) must be present at a shareholders' meeting not less than 25 persons or not less than half of the Company's shareholders and who shall hold in aggregate not less than one-third of the entire sold shares to constitute a quorum.

Voting

Clause 32 The resolution of the shareholders' meeting shall be as follows:

(1) In ordinary case, a majority of votes of the shareholders who attend and cast their votes in the meeting is required. In the case of an equality of votes, the Chairman of the meeting shall have a casting vote.

- (2) In the following cases, at least not less than three-fourths of the votes of the shareholders who attend and have the right to vote in the meeting is required:
- (a) The sale and the transfer of the whole or important part of the business of the Company to a third party;
 - (b) The purchase and acquisition of the business of other companies or private companies to be owned by the Company;
 - (c) Entering, amending or terminating of any contract concerning the granting of a lease of the whole or important part of the business of the Company, the assignment to other person to operate the Company business or the amalgamation of the business with other persons with the purpose of profit and loss sharing;
 - (d) The amendment of the Company's Memorandum of Association and Articles of Association;
 - (e) The increase or decrease of the capital;
 - (f) The dissolution of the Company;
 - (g) The issuance of debentures
- (3) Any remuneration, premium, meeting fee of directors shall be fixed by at least two-thirds of shareholders' votes who attend a meeting and who have the right to vote.