

Article of Association of TTCL Public Company Limited

Existing Provision	Proposed Amendment
Chapter 5 Board of Directors	
<p>30. Notice Calling Meeting</p> <p>The Chairman or an assignee shall send a notice of the Board of Directors' meeting to all Directors not less than fourteen (14) days before the meeting date except in emergency or necessary case for protecting the Company's right or benefit, a meeting may be called by other method and the meeting date may be fixed sooner.</p> <p>The Board of Directors shall be able to hold the meeting in the province where the Company's head office is located or other place as deemed appropriate by the Board of Directors.</p>	<p>30. Notice Calling Meeting</p> <p>The Chairman has authority to summon for Meeting of Board of Directors. The Chairman may assign the other director to so on his name.</p> <p>In case of there is no Chairman, for whatsoever reason, the Vice Chairman shall have authority to summon for such the Meeting. If there is no Vice Chairman, for whatsoever reason, at least two directors may jointly summon for such the Meeting.</p> <p><i>To summon for the Meeting aforementioned in first and second paragraph, it must be made by delivery of notice for the meeting to each director in advance not less than three (3) days before the meeting date; except, in case of emergency or necessary cause for protecting the Company's right or benefit, a meeting may be summoned by way of electronic means or other method and the meeting date may be fixed faster.</i></p>
<p>33. Frequency of Meeting</p> <p>The Board of Directors shall hold a meeting at least once in every three (3) months. The Chairman or his assignee has authority to call the meeting or, in case of necessity, any two or more Directors may request the Chairman to call a meeting that the chairman shall have to fix the meeting date within fourteen (14) days as from the date of receipt of such request.</p>	<p>33. Frequency of Meeting</p> <p>The Board of Directors shall hold a meeting at least once time in every three (3) months at the place fixed by the Board of Directors. The Chairman or his assignee has authority to summon the meeting as provided in Article 30.</p> <p><i>In case of reasonable cause or for protection of the company's right and benefit; any two or more directors may jointly request the Chairman to summon for a meeting in which the request must be specified the subject matter and the reason to propose to the Meeting for consideration. The Chairman, in this case, shall summon and fix the date of the meeting within fourteen (14) days from the date of receiving the request.</i></p> <p><i>In case the Chairman or his assignee does not do according to the request mentioned in paragraph two above, the directors who requested may jointly summon and fix the date of the meeting for consideration in the subject matter as per the request within fourteen (14) days from the date of expiration of the period under paragraph two.</i></p> <p><i>The meeting of Board of Directors as per the paragraph one may be held via electronic means in accordance with the law of meeting via electronic means and the head office shall be deemed as the place of meeting in this case. However, the meeting as mentioned in paragraph two and three shall not be held by electronic means.</i></p>

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Existing Provision	Proposed Amendment
Chapter 6 Meeting of Shareholders	
<p>38. Meeting Schedule and Request for Holding Extraordinary General Meeting</p> <p>The Board of Directors shall hold a “general meeting” of shareholders at least once in every year within four (4) months after the end of accounting period of the Company.</p> <p>Any other meeting of the shareholders is called an “extraordinary general meeting” that the Board of Directors may call this meeting at any time whenever it thinks fit.</p> <p>Shareholders holding shares in the aggregate number of not less than tenth percent (10) of the total number of shares sold, may, by subscribing their names, make a written requisition to the Board of Directors for summoning an extraordinary meeting at any time, provided that reasons for requisitioning a summons of a meeting shall also be clearly indicated therein. In such case, the Board of Directors must call a meeting of shareholders to be held within forty-five (45) days as from the date of receipt the written request from the shareholders.</p> <p>In case the Board of Directors does not call the meeting within the period stipulated in the third paragraph, the shareholders who subscribed their names or other shareholders with the aggregate number of shares as stipulated may notice for summoning an extraordinary meeting by their own issuance within forty-five (45) days from the end of period mentioned in third paragraph. In this case, the meeting shall be deemed as the shareholders’ meeting to call by summoning of the Board of Directors and the company shall provide reasonably the convenience and shall be responsible for the necessary expense arisen incurring to call the meeting.</p> <p>In case in any meeting summoning by the shareholders as stipulated in the fourth paragraph, the number of shareholders to attend the meeting do not conform the quorum of the meeting as mentioned in Section 103, the shareholders as stipulated in fourth paragraph shall refund the expenses incurring to cause such the meeting.</p>	<p>38. Meeting Schedule and Request for Holding Extraordinary General Meeting</p> <p>The Board of Directors shall hold a “annual general meeting” of shareholders at least once in every year within four (4) months after the end of accounting period of the Company.</p> <p>Any other meeting of the shareholders is called an “extraordinary general meeting” that the Board of Directors may call this meeting at any time whenever it thinks fit.</p> <p>Shareholders holding shares in the aggregate number of not less than ten (10) percent of the total number of shares sold, may, by subscribing their names, make a written requisition to the Board of Directors for summoning an extraordinary meeting at any time, provided that reasons for requisitioning a summons of a meeting shall also be clearly indicated therein. In such case, the Board of Directors must call a meeting of shareholders to be held within forty-five (45) days as from the date of receipt the written request from the shareholders.</p> <p>In case the Board of Directors does not summon the meeting within the period stipulated in the third paragraph, the shareholders who subscribed their names or other shareholders with the aggregate number of shares as stipulated may notice for summoning an extraordinary general meeting by their own issuance within forty-five (45) days from the end of period mentioned in third paragraph. In this case, the meeting shall be deemed as the shareholders’ meeting to call by summoning of the Board of Directors and the company shall provide reasonably the convenience and shall be responsible for the necessary expense arisen incurring to call the meeting.</p> <p>In case in any meeting summoning by the shareholders as stipulated in the fourth paragraph, the number of shareholders to attend the meeting do not conform the quorum of the meeting as mentioned in Article 40 first paragraph, the shareholders as stipulated in fourth paragraph shall refund the expenses incurring to cause such the meeting.</p> <p><i>In case the shareholders summons the meeting by their own as mentioned in paragraph four, the shareholders who summon the meeting may delivery of notice for the meeting to the shareholders by way of electronic means, if such the shareholders have had notified the desire or provided the consent to the company or the Board of Directors as stipulated in Article 56.</i></p>

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Existing Provision	Proposed Amendment
<p>42. Proxy to Attend the Meeting</p> <p>A shareholder may appoint a proxy to attend and vote at the meeting of shareholders on his/her behalf. The instrument appointing a proxy shall be made in writing, signed by the shareholder and made in form prescribed by the Public Companies Registrar.</p> <p>The proxy instrument shall be submitted to the Chairman or his/her assignee before the proxy attends the meeting.</p>	<p>42. Proxy to Attend the Meeting</p> <p>A shareholder may appoint a proxy to attend and vote at the meeting of shareholders on his/her behalf. The instrument appointing a proxy shall be made in writing, signed by the shareholder and made in form prescribed by the Public Companies Registrar.</p> <p>The proxy instrument shall be submitted to the Chairman or his/her assignee before the proxy attends the meeting.</p> <p><i>The proxy as mentioned in paragraph one may be made via electronic means in which it must be provided the means proving the proxy process is secured and trustable that it is made by the shareholder; in accordance with the relevant laws.</i></p>
Chapter 9 Electronic Meeting	
<p>54. Electronic Meeting</p> <p>With respect to the Shareholders' Meeting, Board of Directors' Meeting, Sub-Committees' Meeting and/or other meeting of the company required to be held by law or other meeting imposed by the company, addition to the meeting holding in accordance with the procedures provided by the respective law or company procedure rules, the Chairman of the Board of Directors or the Chairman mentioned in article 41 in his discretion may determine that the meeting be organized through electronic means in accordance with the laws. Such electronic meeting shall have the same effect as a meeting held in accordance with the procedures provided by the law or such rules.</p>	<p>54. Electronic Meeting</p> <p>With respect to the Shareholders' Meeting, Board of Directors' Meeting, Sub-Committees' Meeting and/or other meeting of the company required to be held by law or other meeting imposed by the company, addition to the meeting holding in accordance with the procedures provided by the respective law or company procedure rules, <i>in the case of the Chairman; for the Board Meeting and the Shareholders Meeting, or the Chairman mentioned in article 41; for the shareholders meeting adjourned, or the Managing Director; for the other meetings of the company, has agreed</i>, then the meeting may be held via electronic means in accordance with the relevant laws. Such meeting via electronic means shall have the same effect as a meeting held in accordance with the procedures provided by the law or such rules.</p> <p><i>The person who has the duty on process the meeting may keep the copy of documents and information in form of electronic, providing that it must be kept in accordance with the electronic transaction law and or other relevant laws, in order for legally effective as lawful evidence.</i></p>

(1.6) Supporting Document for Agenda 9

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Existing Provision	Proposed Amendment
	<p>56. <i>The delivery of notice letter or document via electronic means</i></p> <p><i>In case of the company or the board of directors has duty to deliver the notice letter or document according to the law of Public Company Limited or under this Articles of Association to the director, the shareholder, or the creditor of the company, the company or the board of directors may deliver such the notice letter or the document via electronic means if such the recipient person has already provided the desire or the consent for delivery of notice letter or document via electronic means.</i></p>
	<p>57. <i>The advertisement of the content via newspaper or electronic means</i></p> <p><i>In case of warning, notification, or advertisement of any content relating to the company to other person or to the public by way of newspaper as stipulated by the Public Company Limited Act or by this Articles of Association, the person who has the duty shall advertise such the content in the daily Thai newspaper published in the location of the head office for the period of three (3) days consecutively or to advertise via electronic means in accordance with the relevant laws.</i></p>