

Meetings of the Board of Directors

The Board of Directors shall convene at the request of the Chairman as frequently as the Company's business operations demand. Meetings shall, as a rule, be held at least once every three months. One meeting per year shall serve to review and determine the Company's long-term objectives, its strategies and business plans. The Chairman shall invite the Group CEO and the Group Chief Financial Officer ("Group CFO") and, upon request by the Group CEO, other members of the Group EXCO to the Board meetings.

Invitations to meetings of the Board of Directors will be sent out in writing at least seven days in advance, indicating the items on the agenda. In urgent cases the Chairman may convene a meeting of the Board of Directors in another suitable form at short notice.

Requests for items to be included on the agenda must be submitted to the Chairman early enough for the invitation and the agenda to be sent out at the same time.

At least two members of the Board of Directors or the Group CEO may request that the Chairman convenes an additional meeting of the Board of Directors. Such a request must be submitted in writing, stating the reasons.

Meetings shall be chaired by the Chairman and in his absence by the Vice Chairman. In the absence of the Vice Chairman, the directors shall elect from amongst themselves the chairperson of the meeting.

At a meeting of the Board of Directors, one half of the total number of Directors shall be present to form the quorum.

Resolutions

Subject to applicable law, the adoption of resolutions requires a simple majority of the number of directors present. In the event of a tie, the Chairman of the meeting shall have a casting vote.

Items not included on the agenda may only be put to a resolution subject to the approval of all directors present.

Minutes

Minutes and resolutions of the Board of Directors must be kept by the Company Secretary and must be prepared in Thai language. These are to be signed by the Chairman and the Company Secretary. English translations of the Minutes shall be created for unofficial reference if needed. If the Company Secretary is not present at a meeting of the Board of Directors, an Acting Secretary shall be chosen on an ad hoc basis.

The minutes shall contain a record of:

- a. the date, place and time of the meeting;
- b. the names of the members of the Board of Directors present and those absent;
- c. the names of the Chairman and the Company Secretary or the Acting Secretary;
- d. the wording of resolutions and election results, indicating the outcome of votes and the objections of any directors;
- e. a summary of the main points under discussion;
- f. comments on the minutes and any statements for the record by any member of the Board of Directors; and
- g. requests for information and a summary of the answers given.

The minutes must be distributed no later than two weeks after the meeting and must be submitted to the subsequent meeting of the Board of Directors for approval.