

บริษัท ซังโกะ ไดคาชติ้ง (ประเทศไทย) จำกัด (มหาชน)

Details of the amendment of the Company's Articles of Association.

Article	Current	Proposed
Article 28.	The Company's Board of Directors shall hold	The Company's Board of Directors shall hold
	meeting at least once every three (3) months.	meeting at least once every three (3) months
		at the Company's registered office or
	In summoning a meeting of the Board of	neighboring province or at other venue
	Directors, the Chairman or a person	determined by the Chairman of the Board of
	designated by the Chairman shall send notices	<u>Director.</u>
	thereof to the directors not less than seven (7)	
	days prior to the date of the meeting. However,	The meeting of the Board of Director
	in a case of necessity or urgency for the	mentioned in Paragraph 1 shall be held by
	purpose of maintaining the rights and interests	electronic method in accordance with the
	of the Company, the summoning for meeting	laws of electronic meeting, in such event, the
	may be made by other methods and the earlier	location of the Company's registered offices
	meeting date may be fixed.	shall be deemed as the place of meeting.
	The Chairman or the designated person of	In summoning a meeting of the Board of
	Chairman can fix the date, time and place to	Directors, the Chairman shall send notices
	convene the Board of Directors' meeting. The	thereof to the directors not less than three (3)
	meeting place can be fixed somewhere else	days prior to the date of the meeting. The
	other than the Company's head office or in any	Chairman or the designated person of
	other locations.	Chairman can fix the date, time and place to
		convene the Board of Directors' meeting.
		However, in a case of necessity or urgency
		for the purpose of maintaining the rights and
		interests of the Company, the summoning for
		meeting may be made by electronic or other
		methods so that earlier meeting date may be
		<u>fixed.</u>



Article	Current	Proposed
		In case of necessity or urgency to preserve
		the rights and benefits of the Company, two
		(2) or more directors may jointly request the
		Chairman of the Board of Director to call for a
		meeting of the Board of Director whereby the
		subjects and reasons for calling such
		meeting shall be stated in such request for
		the meeting to consider. In this regard, the
		Chairman of the Board of Director shall
		proceed to call for a meeting to be held
		within fourteen (14) days from the date of
		receipt of such request. If the Chairman of
		the Board of Director fails to call for a
		meeting to be held within fourteen (14) days
		from the date of receipt of such request, the
		directors who have requested to have a
		meeting, may jointly call for a meeting of the
		Board of Director, for consideration of the
		requested matter, to be held within fourteen
		(14) days from the date of completion of the
		period mentioned earlier.
		In the case that there is no chairman of the
		Board of Director for whatsoever reason, the
		Vice Chairman shall call for the meeting of
		the Board of Director. In case there is no Vice
		Chairman for whatsoever reason, two (2) or
		more directors may jointly call for the meeting
		of the Board of Director.



Article	Current	Proposed
Article 32.	The Board of Directors shall convene an	The Board of Directors shall convene an
	annual general meeting of shareholders within	annual general meeting of shareholders
	four (4) months from the last day of the	within four (4) months from the last day of the
	Company's fiscal year.	Company's fiscal year. The Meeting of
	The Board of Directors may summon an	shareholder meeting shall be made and held
	Extraordinary Meeting whenever they think fit,	by electronic method as per the rules and
	or one or more shareholders holding shares	regulations fixed by the laws.
	amounting to not less than ten percent of the	
	total number of shares sold may subscribe	The Board of Directors may summon an
	their names to a notice requesting the Board of	Extraordinary Meeting whenever they think fit,
	Directors to convene an Extraordinary Meeting	or one or more shareholders holding shares
	of shareholders at any time; provided that, they	amounting to not less than ten percent of the
	shall also specify reasons for such request in	total number of shares sold may subscribe
	the notice. In such case, the Board of Directors	their names to a notice requesting the Board
	must arrange for a meeting of shareholders	of Directors to convene an Extraordinary
	within forty-five days from the date of receipt of	Meeting of shareholders at any time;
	the notice.	provided that, they shall also specify reasons
		for such request in the notice. In such case,
	In the case where the Board of the Directors	the Board of Directors must arrange for a
	fails to arrange a meeting within the period as	meeting of shareholders within forty-five (45)
	in paragraph two, the shareholders who	days from the date of receipt of the notice.
	subscribed their names or along with other	
	shareholders amounting as given are entitled	In the case where the Board of the Directors
	to hold the meeting within forty-five days of the	fails to arrange a meeting within the period as
	lapse of the due date in paragraph two. In	in paragraph two, the shareholders who
	such case, the meeting shall be considered as	subscribed their names or along with other
	a meeting called by the Board of Directors	shareholders amounting as given are entitled
	where the company must be accountable for	to hold the meeting within forty-five (45) days
	any essential expenses incurred from the	of the lapse of the due date in paragraph



Article	Current	Proposed
	meeting and facilitate the meeting as	two. In such case, the meeting shall be
	appropriate.	considered as a meeting called by the Board
		of Directors where the company must be
	In the case that the shareholders' meeting	accountable for any essential expenses
	called in accordance with paragraph three is	incurred from the meeting and facilitate the
	not met by meeting quorum requirements	meeting as appropriate.
	prescribed in these Articles of Association, the	
	shareholders who called for the meeting shall	In case that the shareholders call for an
	cover the expenses of that meeting.	extraordinary meeting of shareholder as
		mentioned in Paragraph three (3), the
		shareholders who call for the meeting may
		send the notice of meeting to the
		shareholders by electronic method, provided
		that the shareholders have already sent their
		requests or given consent to the Board of
		<u>Directors.</u>
		In the case that the shareholders' meeting
		called in accordance with paragraph three is
		not met by meeting quorum requirements
		prescribed in these Articles 35 of
		Association, the shareholders who called for
		the meeting shall cover the expenses of that
		meeting.
Article 33.	In summoning the shareholders' meeting, the	In summoning the shareholders' meeting,
	Board of Directors shall prepare a written	regardless of attending in person or by
	notice of the meeting specifying the place,	electronic method, the Board of Directors
	date, time, agenda of the meeting and the	shall prepare a written notice of the meeting
	matters to be proposed to the meeting together	specifying the place, date, time, agenda of



Article	Current	Proposed
	with reasonable detail by indicating whether it	the meeting and the matters to be proposed
	is the matter proposed for acknowledgement,	to the meeting together with reasonable
	for approval or for consideration, including the	detail by indicating whether it is the matter
	opinions of the Board of Directors on the said	proposed for acknowledgement, for approval
	matters, and shall send the same to the	or for consideration, including the opinions of
	shareholders and the registrar for their	the Board of Directors on the said matters,
	information not less than seven (7) days prior	and shall send the same to the shareholders
	to the date of the meeting. The notice of the	and the registrar for their information not less
	meeting shall also be published in a	than seven (7) days prior to the date of the
	newspaper of at least three (3) days prior to	meeting. The notice of the meeting shall also
	the date of the meeting in three (3) consecutive	be published in a newspaper or in electronic
	days.	media at least three (3) days prior to the date
		of the meeting in three (3) consecutive days.
	Notice sent to the shareholders in Thailand	Notice sent to the shareholders in Thailand
	shall be sent by the registered mail. Notice	shall be sent by the registered mail. Notice
	sent to the offshore shareholders shall be sent	sent to the offshore shareholders shall be
	via facsimile or electronic mail (e-mail).	sent via facsimile or electronic mail (e-mail).
		In case where the shareholders requested or
	The shareholders' meeting may be held at the	gave consent to the delivery of notices or
	location where the Company's head office is	documents by electronic method, the Board
	situated or other locations as specified by the	of Directors may send notice of meeting or
	Board of Directors.	supporting documents by electronic method
		in accordance with the relevant laws and
		regulations.
		The shareholders' meeting may be held at
		the location where the Company's head
		office is situated or other locations as
		specified by the Board of Directors. In case



Article	Current	Proposed
		that the meeting is held by electronic
		method, it shall be deemed that the location
		of the Company's head office is the place of
		meeting.
Article 34.	In the shareholders' meeting, a shareholder	In the shareholders' meeting, a shareholder
	may appoint any other adult as his/her proxy to	may appoint any other adult as his/her proxy
	attend and vote at the meeting on his/her	to attend and vote at the meeting on his/her
	behalf. The proxy instrument shall be dated	behalf. The proxy instrument shall be dated
	and signed by the shareholder giving proxy	and signed by the shareholder giving proxy
	and shall be in the form so prescribed by the	and shall be in the form so prescribed by the
	registrar.	registrar.
	If the proxy intends to vote at the meeting, the	If the proxy intends to vote at the meeting,
	proxy instrument shall be delivered to the	the proxy instrument shall be delivered to the
	Chairman or person(s) designated by the	Chairman or person(s) designated by the
	Chairman at the place of the meeting before	Chairman at the place of the meeting before
	the proxy attends the meeting.	the proxy attends the meeting.
		The appointment of proxy shall be conducted
		through an electronic method provided that
		the method made available for this purpose
		must be safe and capable of establishing
		credibility that such appointment has been
		made the appointing shareholder pursuant to
		the criteria and procedures set out in or
		permitted by the applicable laws.
Articles	Distribution of dividend from money other than	Distribution of dividend from money other
45.	profit, which includes the retained earnings, is	than profit, which includes the retained
	not allowed. If the Company still has an	earnings, is not allowed. If the Company still
	accumulated loss, no dividend shall be	has an accumulated loss, no dividend shall



Article	Current	Proposed
	distributed.	be distributed.
	Except for the distribution of dividend in	Except for the distribution of dividend in
	accordance with the third paragraph,	accordance with the third paragraph,
	shareholders' meeting shall approve the	shareholders' meeting shall approve the
	distribution of dividend.	distribution of dividend.
	The Board of Directors may pay an interim	The Board of Directors may pay an interim
	dividend to the shareholders from time to time	dividend to the shareholders from time to
	when the Board of Directors deems in	time when the Board of Directors deems in
	accordance with the acceptable accounting	accordance with the acceptable accounting
	principle that the profit of the Company justifies	principle that the profit of the Company
	such payment, and a report thereof shall be	justifies such payment, and a report thereof
	made to the shareholders' meeting at the next	shall be made to the shareholders' meeting at
	meeting.	the next meeting.
	Distribution of dividend in every case shall be	Distribution of dividend in every case shall be
	equally distributed in accordance with the	equally distributed in accordance with the
	number of shares.	number of shares.
	Where the shares in the Company have not yet	Where the shares in the Company have not
	been completely sold according to the number	yet been completely sold according to the
	of shares registered or where the Company	number of shares registered or where the
	has already registered an increase of the	Company has already registered an increase
	capital, the Company may pay dividend, in	of the capital, the Company may pay
	whole or in part, by issuing new ordinary	dividend, in whole or in part, by issuing new
	shares to the shareholders; provided that it has	ordinary shares to the shareholders; provided
	obtained the approval of the shareholders'	that it has obtained the approval of the
	meeting.	shareholders' meeting.



Article	Current	Proposed
	The payment of dividend shall be made within	The payment of dividend shall be made
	one (1) month from the date the resolution was	within one (1) month from the date the
	passed by the shareholders' meeting or by the	resolution was passed by the shareholders'
	Board of Directors' meeting, as the case may	meeting or by the Board of Directors'
	be. In this regard, the shareholders shall be	meeting, as the case may be. In this regard,
	notified in writing and the notice of such	the shareholders shall be notified in writing
	payment of dividend shall also be published in	and the notice of such payment of dividend
	a newspaper.	shall also be published in a newspaper or
		electronic media as permitted by the
		applicable law.