



LIGHT UP TOTAL SOLUTION PUBLIC COMPANY LIMITED
1265 Rama 9 Road, Pattanakarn Subdistrict, Suan Luang District, Bangkok 10250
Tel: 02 3742732

Attachment 7

Articles of Association of Light Up Total Solution
Public Company Limited in relation to the shareholders' meeting and voting

Section 6 Shareholders' Meeting

Clause 39 The Board of Directors shall hold an annual general meeting of shareholders within four (4) months from the end of the Company's fiscal year. Such a meeting shall be called a "general meeting".

Any shareholders' meeting other than paragraph 1 shall be called an "extraordinary meeting" and the Board of Directors may call an extraordinary meeting at any time as it deems appropriate.

One (1) or more shareholders who collectively account for not less than ten (10) percent of the total outstanding shares shall sign a written request for the Board of Directors to convene an extraordinary meeting at any time, provided that the subject matter and reason for the request for the meeting are clearly stated in the letter. In such cases, the Board of Directors shall convene a shareholders' meeting within forty-five (45) days from the date of receipt of the letter from such shareholders.

In the event that the Board of Directors fails to hold a meeting within the time limit specified in paragraph three. The shareholders who have their names or other shareholders together have the required number of shares may call a meeting within forty-five (45) days from the expiration date of the period specified in paragraph three. In such a case, it shall be deemed to be a shareholders' meeting called by the Board of Directors, and the Company shall bear the necessary expenses incurred from organizing the meeting and facilitating it as appropriate.

In the event that it appears that the shareholders' meeting is a convening of a meeting of shareholders under paragraph 4, the number of shareholders attending the meeting is not a quorum as prescribed in this Articles of Association. The shareholders under paragraph 4 shall be jointly responsible for reimbursing the expenses incurred from the organization of the shareholders' meeting to the Company.



Clause 40 In the notice of the meeting of shareholders, the Board of Directors shall prepare a written notice of the meeting specifying the place, date, time, agenda and matters to be proposed to the meeting together with reasonable details, and the matters to be proposed must be approved by the Board of Directors meeting and clearly state that the matter to be proposed for acknowledgement, approval or consideration, as the case may be, including the opinion of the Board of Directors on such matters and sent to the shareholders and the Registrar not less than seven (7) days before the date of the meeting and the notice of the meeting shall be advertised in the newspaper for not less than three (3) consecutive days not less than three (3) days before the date of the meeting.

Clause 41 The shareholders' meeting may be held in the form of an electronic meeting. The conduct of meetings through electronic media and the security standards of electronic meetings must comply with relevant laws and regulations.

Clause 42 In a shareholders' meeting, there must be not less than twenty-five (25) shareholders and proxies from shareholders (if any) attending the meeting, not less than half (1/2) of the total number of shareholders and not less than one-third (1/3) of the total number of outstanding shares to constitute a quorum.

In the event that it appears that any shareholders' meeting has been held one (1) hour after the scheduled time. The number of shareholders attending the meeting has not reached the quorum as stipulated in paragraph 1. If the shareholders' meeting has been called because the shareholders have requested that the meeting be adjourned, the meeting will be adjourned. If the shareholders' meeting is not a convening of the meeting because the shareholders request a new meeting and, in this case, the notice of the meeting shall be sent to the shareholders not less than seven (7) days before the meeting.

Clause 43 At the shareholders' meeting, the shareholders may appoint proxies to attend the meeting and vote on their behalf. The proxy must be made in writing and signed by the proxy and in accordance with the form prescribed by the Registrar by giving it to the Chairman of the Board of Directors or a person designated by the Chairman of the Board of Directors at the meeting place before the proxy attends the meeting and at least the following items must be included:

- (1) The number of shares held by the proxy.
- (2) Name of the proxy
- (3) Number of meetings in which proxies are assigned to attend meetings and vote

However, the proxy under paragraph 1 may be carried out by electronic means instead. It must be done by a safe and reliable method that the proxy is carried out by the shareholders. This is in accordance with the criteria set by the Registrar and relevant laws.

Clause 44 The Chairman of the Board of Directors shall preside over the shareholders' meeting in the event that the Chairman of the Board of Directors is absent from the meeting or is unable to perform his duties. If there is a Vice Chairman of the Committee, the Vice Chairman of the Board of Directors shall preside over the meeting. If there is no Vice Chairman of the Board of Directors or is absent from the meeting or unable to perform his duties, the meeting shall elect a shareholder who attends the meeting to preside over the meeting.

Clause 45 In voting at the shareholders' meeting, one (1) share shall be deemed to have one (1) vote. Voting shall be done in public, unless requested by not less than five (5) shareholders and the meeting votes to vote by secret. The method of secret ballot shall be as prescribed by the Chairman of the meeting.

In addition to voting for the election of directors. Which shareholders have a special interest in what matters? The shareholder has no right to vote on the matter.

The resolution of the shareholders' meeting shall consist of the following votes:

- 1) In normal cases, a majority vote of the shareholders present at the meeting shall be held. If there are equal votes, the Chairman of the meeting shall cast one additional vote (1) as the final vote.
- 2) In determining the remuneration, the directors shall hold not less than two-thirds (2/3) of the total votes of the shareholders attending the meeting.
- 3) In the following cases, not less than three-fourths (3/4) of the total number of votes of the shareholders present at the meeting and entitled to vote shall be held.
 - 3.1 Sale or transfer of all or a significant part of the Company's business to another person.
 - 3.2 Purchase or transfer of business of a private company or another public company to the company.
 - 3.3 Making, amending or canceling all or part of the lease agreement related to the Company's business Assignment of any other person to manage the Company's business or merger with another person for the purpose of sharing profits and losses.
 - 3.4 Amendments to the Memorandum of Association or Articles of Association of the Company



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3.5 Increase or decrease in the registered capital of a company

3.6 Dissolution of the company

3.7 Issuance and Offering of Debentures of the Company

3.8 Mergers and acquisitions of companies with other companies

3.9 Other actions as required by law to receive not less than three-fourths (3/4) of the total number of votes of the shareholders present at the meeting and have the right to vote.

Clause 46 Actions to be Performed at the Annual General Meeting of Shareholders They are as follows:

1. Acknowledging the report of the Board of Directors showing the Company's business in the past year.
2. To consider and approve the balance sheet or statement of financial position and profit and loss account at the end of the Company's fiscal year.
3. To consider and approve the allocation of profits and dividend payments.
4. To consider the election of new directors to replace the directors who have resigned according to the term.
5. Consider determining directors' remuneration.
6. Consider appointing auditors and determining the amount of audit fees and
7. Other businesses