

Company Regulations of Salee Printing Company Limited (Public) Proposed for Amendment.

The chairman announced at the meeting that in accordance with the proclamation of the Public Limited Companies Act (No. 4), B.E. 2565, which came into effect on May 24, 2565, to further amend certain important provisions of the Public Limited Companies Act, B.E. 2535, regarding various matters such as sending notices for board meetings to committee members and shareholders, delegating authority, and electronic advertising and promotion of the company, it is necessary to further amend Articles 30, 37, 38, 39, and 48 of the company regulations to conform with the aforementioned Public Limited Companies Act (No. 4), B.E. 2565.

Current regulations Proposed	Amendments To The Regulations
<p>Section 4: Committee</p> <p>No.30 For convening committee meetings, the chairperson of the committee or the assigned representative shall send meeting notices to the committee members no less than seven days prior to the meeting date, unless in cases of urgency necessary to preserve the interests of the company, in which alternative methods of notification may be used and the meeting date may be set sooner.</p>	<p>Section 4: Committee</p> <p>No.30. For convening committee meetings, the chairperson, committee members, or individuals duly authorized shall send meeting notices to the committee members no less than three days prior to the meeting date, unless in cases of urgency necessary to preserve the interests of the company. In such cases, notification of the meeting may be sent via electronic means or any other methods, and the meeting date may be set sooner. This shall be done in accordance with the conditions, procedures, and methods prescribed by relevant laws and regulations.</p>

<u>Section 5: Shareholders' Meetings</u>	<u>Section 5: Shareholders' Meetings</u>
<p>No.37: The board of directors must arrange for an annual ordinary shareholders' meeting within four months from the end of the company's fiscal year. Any other shareholders' meeting, apart from the aforementioned, shall be referred to as "extraordinary shareholders' meeting".</p> <p>The board of directors may convene an extraordinary shareholders' meeting at any time as deemed appropriate.</p> <p>Any shareholder or group of shareholders holding together no less than ten percent of the total issued shares may request in writing for the board of directors to convene an extraordinary shareholders' meeting, specifying the agenda and reasons for such request clearly in the written notice. In such cases, the board of directors must arrange for the shareholders' meeting within forty-five days from the date of receipt of the shareholder's letter.</p> <p>If the board of directors fails to convene a meeting within the specified period as per No.3, other shareholders collectively holding the number of shares as prescribed may convene the meeting themselves within forty-five days from the expiration of the period specified in No. 3. In such cases, it shall be considered as a shareholders' meeting convened by</p>	<p>No.37: The board of directors must arrange for an annual ordinary shareholders' meeting within four months from the end of the company's fiscal year. Any other shareholders' meeting, apart from the aforementioned, shall be referred to as "extraordinary shareholders' meeting".</p> <p>The board of directors may convene an extraordinary shareholders' meeting at any time as deemed appropriate.</p> <p>Any shareholder or group of shareholders holding together no less than ten percent of the total issued shares may request in writing for the board of directors to convene an extraordinary shareholders' meeting, specifying the agenda and reasons for such request clearly in the written notice. In such cases, the board of directors must arrange for the shareholders' meeting within forty-five days from the date of receipt of the shareholder's letter.</p> <p>If the board of directors fails to convene a meeting within the specified period as per No.3, other shareholders collectively holding the number of shares as prescribed may convene the meeting themselves within forty-five days from the expiration of the period specified in No. 3. In such cases, it shall be considered as a shareholders' meeting convened by</p>

<p>the board of directors, and the company shall bear necessary expenses incurred for arranging the meeting and provide reasonable facilitation.</p> <p>In the event that it appears that a shareholders' meeting is convened due to shareholders as specified in No. 4 for any reason, and the number of attending shareholders does not meet the quorum as stipulated in No. 40, shareholders as per No. 4 shall collectively bear the expenses incurred from arranging the meeting for that occasion and compensate the company accordingly.</p> <p>General meetings of the company shall be held at the company's principal place of business, in the nearby province, or at any other location as determined by the chairman of the board or the person delegated by the chairman.</p> <p>No. 38. For convening shareholders' meetings, the board of directors shall prepare a meeting notice specifying the venue, date, time, agenda items of the meeting, and matters to be presented at the</p>	<p>the board of directors, and the company shall bear necessary expenses incurred for arranging the meeting and provide reasonable facilitation.</p> <p>In the event that it appears that a shareholders' meeting is convened due to shareholders as specified in No. 4 for any reason, and the number of attending shareholders does not meet the quorum as stipulated in No. 40, shareholders as per No. 4 shall collectively bear the expenses incurred from arranging the meeting for that occasion and compensate the company accordingly.</p> <p>General meetings of the company shall be held at the company's principal place of business, in the nearby province, or at any other location as determined by the chairman of the board or the person delegated by the chairman.</p> <p><u>The general meeting of the company may be conducted through electronic media, subject to the conditions, procedures, and methods prescribed by law.</u></p> <p>No. 38. For convening shareholders' meetings, the board of directors shall prepare a meeting notice specifying the venue, date, time, agenda items of the meeting, and matters to be presented at the</p>
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<p>meeting along with relevant details, clearly indicating whether they are for information, approval, or consideration, as appropriate. Additionally, the notice shall include the board's opinions on the aforementioned matters. The meeting notice must be sent to shareholders and the registrar by registered mail no less than seven days before the meeting date, and an advertisement announcing the meeting must be published continuously in a newspaper for three consecutive days, with the last publication being no less than three days before the meeting date.</p>	<p>meeting along with relevant details, clearly indicating whether they are for information, approval, or consideration, as appropriate. Additionally, the notice shall include the board's opinions on the aforementioned matters. The meeting notice must be sent to shareholders and the registrar by registered mail no less than seven days before the meeting date, and an advertisement announcing the meeting must be published continuously in a newspaper for three consecutive days, with the last publication being no less than three days before the meeting date.</p> <p>In addition, the sending of meeting notices or the advertisement of meeting announcements may be done electronically, provided that it complies with the conditions, procedures, and methods stipulated by relevant laws and regulations.</p>
<p>No.39. Shareholders may delegate their voting rights to another person to vote on their behalf at shareholders' meetings. However, such delegation must be in writing according to the form prescribed by the registrar and it must be granted to the chairman of the board or the person designated by the chairman of</p>	<p>No.39. Shareholders may delegate their voting rights to another person to vote on their behalf at shareholders' meetings. However, such delegation must be in writing according to the form prescribed by the registrar, which may be conducted electronically using secure and reliable methods. It must be ensured that the delegation has been carried out by the shareholder, and it must be</p>

<p>the board at the meeting venue before the proxy holder attends the meeting.</p>	<p>granted to the chairman of the board or the person designated by the chairman of the board at the meeting venue before the proxy holder attends the meeting.</p>
<p><u>Section 6: Accounting, Finance, and Audit</u></p> <p>No. 48. It is prohibited to pay dividends from sources other than profits if the company still has accumulated losses. Dividend payments must be distributed equally per share unless otherwise specified in the provisions regarding preference shares. Approval from the shareholders' meeting is required for dividend payments.</p> <p>The board of directors may make interim dividend payments to shareholders on a temporary basis when it deems that the company has sufficient profits to do so. After making dividend payments, a report must be presented to the next shareholders' meeting.</p> <p>Dividend payments must be made within 1 month from the date of the resolution passed at the shareholders' meeting or by the board of directors, as applicable. Notification must be sent in writing to the shareholders.</p>	<p><u>Section 6: Accounting, Finance, and Audit</u></p> <p>No. 48. It is prohibited to pay dividends from sources other than profits if the company still has accumulated losses. Dividend payments must be distributed equally per share unless otherwise specified in the provisions regarding preference shares. Approval from the shareholders' meeting is required for dividend payments.</p> <p>The board of directors may make interim dividend payments to shareholders on a temporary basis when it deems that the company has sufficient profits to do so. After making dividend payments, a report must be presented to the next shareholders' meeting.</p> <p>Dividend payments must be made within 1 month from the date of the resolution passed at the shareholders' meeting or by the board of directors, as applicable. Notification must be sent in writing to the shareholders, and an advertisement announcing the dividend payment must be published. Alternatively, electronic media advertising must be continuous for at least three consecutive days.</p>