

## **The Company's Articles of Association Concerning the Shareholders' Meeting**

### **1. Director Election**

*Article 12.* The directors shall be appointed by the annual general meeting of shareholders in accordance with the following rules and procedures:

- (1) Each shareholder shall have one vote per share.
- (2) Each shareholder may cast his/her vote(s) for each of the candidates, one by one.
- (3) The candidates receiving the highest number of votes in the respective order of the votes shall be elected at such time. In the event that a number of candidates receive an equal number of votes for the last directorship exceed the number of directors the Company required or to be elected at such time, the chairperson of the meeting shall have a second and casting vote.

### **2. Calling Meeting**

*Article 24.* The Board of Directors shall hold an annual general meeting of shareholders within 4 months from the end of the fiscal year of the Company.

One or more shareholders holding shares amounting to not less than ten percent of the total number of shares sold may, by subscribing their names, makes a written request to the Board of Directors to call an extraordinary general meeting at any time, but the subjects and reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within forty-five days as from the date of receipt of such request from the shareholders.

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph one, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such meeting within forty-five days as from the completion of such period. In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors. The company shall be responsible for necessary expenses arising from such meeting and reasonably provides facilitation.

In case the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph two is not formed according to Section 103, the shareholders as prescribed under paragraph two shall be collectively responsible to the company for expenses arising from such meeting.

*Article 25.* In summoning a shareholders' meeting, the Board of Directors shall prepare a notice specifying the place, date, time, agendas and matters to be proposed to the meeting together with adequate details and clearly indicating whether such matters are proposed for acknowledgement, for approval or for consideration, as the case may be, as well as the board's opinions on such matters and send to the shareholders and the registrar not less than 7 days prior to the date of the meeting. In this respect, the Company shall advertise the notice in a newspaper not less than 3 days prior to the date of the meeting for 3 consecutive days.

### **3. Quorum**

*Article 32.* At a shareholders' meeting, there shall be not less than twenty-five shareholders and the shareholders' proxies (if any) or not less than half of the total number of shareholders and in either case holding altogether not less than one-third of the of the total issued shares attending the meeting to constitute a quorum. In case it appears at any shareholders' meeting that within one hour after the time appointed for the meeting the number of shareholders attending the meeting does not constitute the quorum as mentioned above, if that shareholders' meeting is summoned upon the request of shareholders, it shall be cancelled. If the meeting had not been summoned upon the request of shareholders, another meeting shall be summoned and a notice summoning the meeting shall be sent to the shareholders not less than 7 days prior to the date of the meeting and at such subsequent meeting no quorum will be necessary.

### **4. Votes**

*Article 28.* In casting vote, one share for one vote and the resolution of shareholders' meeting shall require by the following votes.

- (1) In ordinary case, it shall be adopted by a simple majority vote of the shareholders who attend the meeting and cast the votes. In case of equality of votes, the chairperson of the meeting shall have a second and casting vote. One share shall count as one vote.

- (2) In the following cases, it shall be adopted by the votes of not less than three fourths of the total votes of the shareholders who attend and have the right to vote:
- (a) The sale or transfer of the whole or a material part of the Company's business to others.
  - (b) The purchase or acceptance of transfer to the Company of business of another entity or private company.
  - (c) The execution, amendment, or termination of a contract in relation to the leasing of the whole or a material part of the Company's business, assignment to other person to manage the Company's business or consolidation of the business with other persons for the purpose of sharing profit and loss.
  - (d) The amendment of Memorandum or Articles of Association.
  - (e) The increase or decrease in the Company's capital or the issuance of debentures.
  - (f) The amalgamation or dissolution of the Company.

## **5. Agenda**

*Article 29.* The business to be transacted at the annual general meeting is as follows:

- (1) Reviewing the report of the Board of Directors submitted to the meeting concerning the operation of the company during the previous year.
- (2) Considering and approving the balance sheet and profit and loss statement as at the end of fiscal year.
- (3) Considering the appropriation of profits and of reserved fund.
- (4) Electing directors in place of those retiring by rotation and consider the director's remuneration.
- (5) Appointing an auditor and consider auditing fee.
- (6) Other business.

## **6. Meeting Document**

*Article 34.* The Board of Directors shall send the following documents to the shareholders together with the notice summoning the annual general meeting:

- (1) Copies of the audited balance sheet and profit and loss statement together with the report of the auditor thereon.
- (2) The annual report of the Board of Directors.

### Privacy Notice for Annual General Meeting

Pacific Pipe Public Company Limited recognizes the importance of personal information. So, you can be confident that the company is transparent and responsible in collecting it. Use or disclose your information in accordance with the Personal Data Protection Act B.E. 2562 including other relevant laws. Therefore, would like to clarify to you the details of the collection used or disclosed as follows:

#### 1. Sources and types of personal data collected by the Company.

1. Personal data that the company collect directly from data subjects in various service channels such as Procedure for applying, registering, signing documents or other service channels controlled by the company or when data subject communicates with the Company at the office or through other contact channels supervised by the Company, etc.
2. Personal data that the company collect from sources other than the data subject, where such data sources have legitimate reasons or have already received consent from the data subject in disclosing data to the Company.

In this regard, in the event that the data subjects refuse to provide the information necessary to provide the service of the company, it may result in the company unable to provide that service to data subjects wholly or in part. The collection and retention of personal data, the company will use lawful and limited means as necessary for the purposes that include.

Types of personal data	Details and examples
Personally Identifiable Information	Such as name-surname, age, date of birth, gender, identification number, passport number, driver's license number, signature, shareholder registration number, Tax ID number, nationality, etc.
Contact information	Such as address, phone number, email, etc.
Picture/Video information	Such as still images, photos when entering the company area, etc.
Account information on the platform	Such as user, password, etc.
Official document information	Such as copy of ID card, copy of house registration, copy of passport, etc.
Financial information	Such as bank account number, etc.
Information about relevant third parties	Such as reference person, beneficiary, etc.
The information collected from the company or automation from the company's various devices.	Such as IP Address, Voice, photo, video, Chat, etc.

The Company has no intention to collect such Sensitive Data such as religion, blood type, which appears on identity documents. You may conceal such data accordingly.

#### 2. Purposes for the collection of Personal Data

To answer questions, provide assistance to data subjects and to comply with laws related to the Company's operations, such as gathering names of people who have the right to attend the meeting or pay dividends, identity verification registration, vote processing, preparation of minutes of meetings and any matters related to the shareholders' meeting.

#### 3. Transfer and disclosure of personal information

The Company will not disclose and pass on your personal information to external agencies except with your consent or in the following cases.

1. To achieve the objectives stated in this Privacy Policy, the Company may need to disclose or share information only as necessary to service providers or third parties such as regulatory agencies, service provider for arranging shareholders' meetings, printing and postal service, financial institutions, etc.
2. The law or legal process requires disclosure or disclosed to the official government official or a competent authority to comply with a lawful order or request.

#### 4. The Personal Data retention period

The company will retain your personal data only for the necessary duration as detailed in the policy or related laws. However, after the expiration of the period and your personal data is no longer necessary for the purpose. The company will delete or destroy or make your personal information anonymous in accordance with the format and standard for erasing personal information. In the event that there is a dispute in the exercise of rights or lawsuits related to your personal data, the Company reserves the right to keep that data until the dispute has a final order or judgment.

**5. Your Rights as a Data Subject**

According to the provisions under the Personal Data Protection Act, B.E. 2562, The data subject has the right to withdraw consent, access or obtain a copy, update or correct data rectification or destruction, objection to the collection, use or disclosure of personal data and to suspend the use of personal data However, the company may reserve the right not to comply with your request to exercise your rights under the law on personal data protection that the company is able to do.

**6. Contacting or exercising rights**

If you have any questions suggestions or concerns about the company's collection, use and disclosure of personal data or about this policy or you want to exercise your rights under the personal data protection law. You can contact us at Tel. (02) 816-2701, (02) 816-2211, (02) 816-2199 e-mail: [PDPA.PAP@pacificpipe.co.th](mailto:PDPA.PAP@pacificpipe.co.th).