

(Unofficial Translation)

Regulations
Thai Bond Market Association
(Codified)

Section 8
General Meeting

Article 98 The Board shall summon the ordinary general meeting of the Association once a year within 120 days of the end of the accounting year.

Any other meeting of members shall be called an extraordinary meeting.

Article 99 Notice of the summoning of the general meeting and the extraordinary meeting shall be prescribed by the Board and sent to every Member not less than 7 days before the date fixed for the meeting.

The notice shall be published the place, day, time and agenda of the meeting in that meeting.

Article 100 An extraordinary meeting may be convened at any time as the Board deems appropriate or upon a request therefore being made in writing by not less than one-fifth of the member of Ordinary and Extraordinary Members.

Article 101 In the meeting, the Ordinary Member and/or the Extraordinary Member present at the meeting of not less than one-half of the total number of the Ordinary Member and the Extraordinary Member shall constitute a quorum.

In any meeting, if the number of Member present is not sufficient for a quorum, The Board shall summon another meeting within 30 days of the previous meeting, and at the succeeding meeting any number of members present at the meeting shall constitute a quorum.

Article 102 The chairman of the Board shall preside at each meeting of the Members. If there is no chairman or the chairman is unable to attend the meeting, the vice-chairman shall preside over the meeting. If there is neither chairman nor vice-chairman or if the chairman or the vice-chairman fails to attend the meeting, the Ordinary Member or Extraordinary Member present thereat shall elect one of the Directors present to act as chairman of the meeting.

Article 103 Activities to be performed in the general meeting are as follows:

- (1) To approve the previous minutes of meeting;
- (2) The Board reports the operation of the past year;
- (3) To consider and approve the balance sheet and income and expense account of the Association;
- (4) To consider and elect the auditor of the association and set out the remunerations;
- (5) To consider and elect the Director (if Any);
- (6) To consider other matters (if any)

Article 104 The Board shall cause to be prepared and kept the minutes of the general meeting of Members.

The minutes of the meeting in the first paragraph shall be ready within 30 days of the meeting for the signature of the chairman of the meeting thereat. The Board shall then present the certified minutes of the meeting to the next general meeting of the Member for approval.

Article 105 The chairman of the meeting may postpone a meeting upon the consent of the meeting, provided that no business may be transacted at any adjourned meeting other than the business left unfinished at the original meeting.

Article 106 Any member who has a special interest in a resolution cannot vote on such resolution.

Article 107 The casting of votes at any meeting of the Members shall be made means of an open vote unless a confidential vote is requested by the Board or by any least one-tenth of the number of Ordinary Members or Extraordinary Members present at the meeting.

Any confidential vote method can be applied if the chairman of the meeting deems appropriate.

Article 108 The resolution of the general meeting of Members shall be decided by a majority vote of Ordinary Members and Extraordinary Members. In case of a tie vote, the chairman of the meeting shall be entitled to a second or casting a deciding vote.

Article 109 Each Ordinary Member and Extraordinary Member shall have one vote at the general meeting of members, except in the case of electing or removal of the directors in which case voting shall be in accordance with the provision of Article 29

(Readers should be aware that only the original Thai text has legal force, and that this English translation is strictly for reference.)