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Article of Association

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Registrar

Of

Silicon Craft Technology Public Company Limited

Chapter 1

General Provision

- 1. These Articles of Association shall be called Articles of Association of Silicon Craft Technology Public Company Limited.
- 2. The word "Company" in this Articles of Association shall mean Silicon Craft Technology Public Company Limited.
- 3. Any provision not stated in these Articles of Association shall be deemed and enforced in accordance with the laws concerning public limited companies.

Chapter 2

Issuance and Transferring of Shares

4. The shares of the Company shall be ordinary shares with equal value. The share certificates of the Company bear the names of shareholders. All shares of the Company must be fully paid up in money in one single payment. Subscriber or purchaser of shares may not avail themselves of a set-off against the Company.

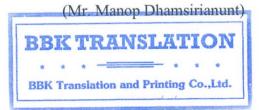
The shares cannot be divided. If two or more persons have subscribed the shares or are holding one or many shares, only one person shall be the subscriber or shareholder, as the case maybe.

The Company may issue debentures, convertible debentures or preferred shares including any other securities pursuant to the securities and exchange law for sale to the shareholders or the public. The Company may also convert the convertible debentures or preferred shares into ordinary shares. However, this is subject to provisions of the public limited companies law.

5. The Company must issue the share certificates to the purchasers within 2 months from the day the registrar has established the Company or date of receipt of payment for the shares in full, for the event new shares are sold after the Company's establishment.

The Company's share certificates shall be signed on by at least one director with the Company's seal affixed. The director may assign share registrar as law concerning securities and securities exchange to affix signature on behalf. The signature or typing shall be as determined by the registrar.

(Signed) -signature- Director



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- 6. The Company's shares are transferable without any restriction, unless such a transfer shall render aliens to hold shares in the Company in excess of 49 percent of all of the Company's shares sold. The Company may refuse to register any transfer of shares where the foreign shareholding exceeds such limit.
- 7. Under no. 6, the transfer of shares shall be valid when the transferor endorses the share certificate by specifying the name of the transferee and affixing the signatures of the transferor and the transferee thereon and delivers the share certificate to the transferee.

A transfer of shares is valid against the Company when the Company receives an application for the registration of the transfer of shares and a transfer is valid against a third party once the Company has registered such transfer.

When the Company is of opinion that a transfer is legitimate, the Company shall register such transfer within 14 days from the date it receives the application. If the transfer is considered to be invalid, the Company shall inform the applicant within 7 days.

If the shares of the Company are registered as listed securities on the Stock Exchange of Thailand, transfer of shares shall be in compliance with the law concerning securities and securities exchange.

8. If any share certificate is defaced or damaged in substance, the shareholder may request the Company to issue a new share certificate to the shareholder by surrendering the old share certificate. In such case, the Company shall issue new share certificate within 14 days from the day of the request. If a share certificate is lost or destroyed, the shareholder shall present evidence of the report made to the investigating police officer to the Company. In both cases, the Company shall issue a new share certificate to the shareholder within 14 days from the day of the request and when the evidences are presented to the Company. In case of the death or bankruptcy of a shareholder of the Company resulting in other persons being entitled to the shares, if such persons have produced lawful and complete evidence of entitlement together with surrendering the share certificate, the Company shall register them in the shareholder register and issue the new share certificates to them within 1 month of the date of receipt of complete evidence.

The Company may charge a fee for the issuance of a new share certificate to replace the lost, defaced or damaged share certificate or for making whole or some, copy of the register of shareholders which will be certified by the Company, at the rate prescribed by the laws.

- The Company shall not own its shares or take them in pledge except for following cases: (1) The Company may repurchase its own share from shareholders who vote against the resolution of the shareholders' meeting for amendment of Article of Association of the Company in relating to voting right and right to receive dividend which it is not fairness in
 - (2) The Company may repurchase its own shares for financial management when the Company has retained earning and surplus liquidity and that no causes the Company to financial.

(Signed) -signature- Director

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Share held by the Company shall not be quorum of the meeting of shareholders and shall not have the right to vote and receive dividend.

Repurchasing share according to no. 1, shall be sold by the Company within the period specified in the Government regulation. In case the repurchased share shall not be sold or sold out in such period, the Company shall decrease the capital by cut off the registered share which not be sold.

Repurchasing share according to no. 1, the disposal of the shares and the cancellation of shares as per paragraph three, shall be done in accordance with the Government regulation. Such repurchasing share shall be approved by the meeting of Shareholders except the repurchasing which do not exceed ten percent of paid-up capital, the board of Directors shall approve such repurchase transaction.

In the event, the Company repurchases shares exceeding ten percent of the paid-up capital, the Company shall do so within one year from the day of the approval of the meeting of Shareholders.

The price for repurchasing the shares and the price for selling the shares or any of matter relating to the price of the shares and in the event the Company has listed securities on the Stock Exchange of Thailand, it shall be in compliance with the regulation, announcement, order or law concerning securities and securities exchange.

10. The Company may suspend transfer of shares during the 21 days preceding a general meeting of shareholders by notifying the shareholders in advance at the head office and the every branch office of the Company not less than 14 days prior to the commencement date of cessation of the registration of share transfer.

Chapter 3

Board of Directors and Authorities

11. The Company shall have a board of directors comprising at least 5 directors and not less than half of all directors must have their residence in the Kingdom of Thailand. The board of directors shall have the characteristics as stipulated in the law.

The directors shall not operate business, be in partnership or be the director of any other juristic person which is in competition with the Company except the director has informed the shareholder prior to the appointment of the director prior to the resolution.

(Signed) -signature- Director

(Mr. Manop Dhamsirianunt)

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The Board of Directors has the power and duty to manage the Company in compliance with laws, the Company's objectives, these Articles, and the resolutions of the shareholders' meetings with loyalty. The Board of Directors shall also carefully preserve the interests of the Company.

The Board of Directors shall without any delay inform the Company if the director has any interest in any contract commenced with the Company, directly or indirectly, in accounting year or is holding shares or debentures of the Company and group companies. The additional or reduced amount shall be identified.

- 12. The Directors shall be elected by the shareholders' meeting under the following rules and procedures;
 - (1) Each shareholder shall have one vote per share held by him/her.
 - (2) Each shareholder shall exercise votes in electing persons to be a director.
 - (3) Any candidates who have the highest votes arranged in order from higher to lower shall be elected as directors equivalent to the number of directors required; if two candidates have equal votes and number of director exceeds the number required, the Chairman shall have a casting vote.
- 13. At every annual ordinary meeting, 1/3 of the directors shall retire from office. If their number is not a multiple of three, then the number nearest to 1/3 must retire from office. The directors to retire from their office in the first and second years following the registration of the public limited company shall be determined by drawing lots. In any subsequent years, the directors who have been in office the longest shall retire. Retired directors may be re-elected
- 14. The directors are entitled to receive remuneration from the Company in form of gratuity, meeting attendance fee, reward, bonus, and other benefit in accordance with the Articles of Associations or the resolution of the shareholders' meeting which may be specified as fixed amount or rules and may be fixed for a specified period or permanently until change. Apart from this, the directors are entitled to other allowances and benefits in accordance with the regulations of the Company.
 - Provision in paragraph one shall not affect the right of the Company's officer or employee who is appointed as the Company's director to receive remuneration or benefit from the Company as being the Company's employee.
- 15. Other than retirement from office by rotation, a director vacates office upon
 - (1) Death
 - (2) Resignation

(Signed) -signature- Director

(Mr. Manop Dhamsirianunt)



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- (3) Lacking qualifications or possessing prohibited description according to the laws
- (4) Dismissal by resolution of a meeting of shareholders
- (5) Dismissal by the court order
- 16. Any director wishing to resign from office shall tender his resignation to the Company. The resignation shall have effect on the day the letter of resignation reaches the Company. A director who resigns pursuant to the first paragraph may also notify the Registrar of his resignation.
- 17. If a directorship becomes vacant for any reason other than by rotation, the board of directors shall elect a person who is qualified and not having prohibited characteristics as provided in the law as director to fill the vacancy at the subsequent board of directors meeting unless the remaining term of the director is less than 2 months. The director who fills the vacancy shall retain his office only for the remaining term of the office of the director whom he replaces.
 - The resolution of the Board of Directors under the above paragraph shall be supported by the 3/4 vote of the remaining directors.
- 18. The shareholders' meeting may adopt a resolution to remove any director from office prior to his retirement by rotation by a vote of not less than 3/4 of the number of the shareholders who attend the meeting and have the right to vote and collectively hold of not less than half of the shares held by the shareholders who attend the meeting, and have the right to vote.
- 19. The board of directors shall elect one of the directors to be the chairman of the board. If deemed suitable, the Board of Director my elect one or more person as vice chairman. The board of directors may assign any of the directors or act on behalf of the board of
- 20. The board of directors shall hold a meeting at least once every 3 months. In summoning a board of directors' meeting, personally or electronically, the chairman of the board or a person assigned by him shall send a notice of the meeting to the directors not less than 7 days prior to the date of the meeting except in the case of necessity and urgency to safeguard the rights or interests of the Company, the notice summoning the meeting may be given by other means and the date of the meeting may be scheduled sooner. If the meeting is held electronically, the Company may invite electronically.

The place of meeting may be the head office or any other place determined by the chairman or a person assigned by him or the chairman may held the meeting electronically.

(Signed) -signature- Director

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However, 2 or more directors may request the chairman of the board to call for a board of directors' meeting. In such event, the chairman of the board or a person assigned by him shall arrange for a meeting within 14 days from the day of the request.

21. There shall be not less than half of the total number of directors, attending the board of directors' meeting personally or via electronic means to constitute a quorum.

For the electronic meeting, the meeting shall be in accordance with the laws, announcement, regulations, rules, criteria and method concerning the electronic meeting. The meeting is as effective as per the meeting determined in law and this Article of Association.

In case the chairman of the board is not present or is unable to perform his duty, if there is a vice chairman, the vice chairman shall act as chairman of the meeting. If there is no vice chairman or if he is unable to perform his duty, the directors who are present at the meeting shall elect one director to be the chairman of the meeting.

Decisions of the board meeting shall be made by majority votes.

Each director shall have one vote except that a director who has an interest in any matter shall not be entitled to vote on such matter. In case of an equality of votes, the chairman of the meeting shall have a second or casting vote.

- 22. Two directors shall jointly affix signature together with the Company's seal and the Board of Directors may determine the name of the directors who shall affix signature on behalf of the Company.
- 23. The board of director may appoint any person to manage the Company's business under the supervision of the board of director or may appoint any person to have the authority as deem appropriate by the board of director within the period deem appropriate. The board of director may cancel, withdraw, change or amend the authority.

Chapter 4

Shareholders' Meeting

24. The board of directors shall hold an annual ordinary meeting of shareholders within 4 months from the end of the fiscal year of the Company.

All other meetings of shareholders apart from the above mentioned shall be called extraordinary shareholders' meetings. The board of directors may summon an extraordinary meeting of shareholders whenever it thinks fit.

(Signed) -signature- Director

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One or more shareholders holding the aggregate number of shares of not less than 10 percent of the total number of shares sold may, by subscribing their names, request the Board of Directors in writing to call an extraordinary meeting at any time, but the 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 45 days as from the date the request in writing from the shareholders is received.

In case the Board of Directors fails to arrange for the meeting within such period under paragraph three, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within 45 days as from the date of expiration of the period under paragraph three. In such case, the meeting is deemed to be shareholders' meeting called by the Board of Directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and the Company shall reasonably provide facilitation.

In the case where, at the meeting called by the shareholders under paragraph four, the number of the shareholders presented does not constitute quorum as prescribed by Article 27, the shareholders under paragraph four shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.

- 25. In summoning a shareholders' meeting, personally or electronically, the board of directors shall prepare a notice specifying the place, date, time, agenda and matters to be proposed to the meeting together with adequate details by 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 registrar not less than 7 days prior to the date of the meeting and advertise the notice summoning the meeting in a newspaper for 3 consecutive days not less than 3 days prior to the date of the meeting. If the meeting is hold electronically, the Company may inform for the meeting electronically.
 - The place where the meeting is to be held does not have to be in the locality in which the head office of the company is situated. The meeting can be held anywhere in the Kingdom.
- 26. Any shareholder may appoint in writing any person as his proxy-holder to attend and vote on his behalf at such meeting. Whereas, the date and signature of the shareholder shall be stipulated. The proxy shall be in accordance with the form determined by the Registrar. The proxy-holder shall submit the proxy to the Chairman of the board of directors or the person designated by the chairman of the board of directors at the place of the meeting before the proxy-holder attends the meeting.
- 27. At a shareholders' meeting, held personally or electronically, there shall be not less than 25 shareholders and/or the shareholders' proxies (if any), or not less than half of the total

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number of shareholders and holding altogether not less than 1/3 of the total issued shares attending the meeting to constitute a quorum.

For the electronic meeting, the meeting shall be in accordance with the laws, announcement, regulations, rules, criteria and method concerning the electronic meeting. The meeting is as effective as per the meeting determined in law and this Article of Association.

In case it appears at any shareholders' meeting that within 1 hour after the time appointed for the meeting the number of shareholders attending the meeting does not constitute the quorum, the meeting, if summoned upon the requisition of shareholders, shall be cancelled. If the meeting had not been summoned upon the requisition of shareholders, another meeting shall be summoned and a notice summoning the meeting shall be sent to the shareholders not less than 7 days before the meeting and at such subsequent meeting no quorum shall be necessary.

At a shareholders' meeting, the chairman of the board of directors shall preside over the meeting of shareholders. In the case where the chairman is absent or unable to perform the duty, the vice chairman shall act as the chairman of the meeting. If the vice chairman does not exist or exists but unable to perform the duty, the shareholders present shall elect one shareholder to act as the chairman of the meeting.

- 28. In casting votes, each shareholder shall have voting rights equal to the number of shares held, one vote for each share of which he is holder. A resolution of a meeting of shareholders shall be supported by such vote as follows
 - (1) In normal cases, they shall be adopted by the majority votes of the shareholders who are present and are entitled to vote. In case of equality of votes, the chairman of the meeting shall have a second or casting vote.
 - (2) In the following cases, they shall be adopted by the votes of not less than 3/4 of the total votes of shareholders who are present and are entitled to vote:
 - (a) Sale or transfer of the whole or an essential part of the Company's business to other person.
 - (b) Purchase or acceptance of transfer of business of another company or private company to the Company.
 - (c) Execution, alteration or termination of a contract respecting the leasing of the whole or any substantial part of the business of the Company, the authorization of another person to manage the business of the Company or the merger of the Company with another person for purposes of profit and loss sharing
 - (d) Alteration or amendment of the Memorandum of Association or the Article of Association of the Company
 - (e) Increase of the capital, reduction of the capital or issuance of debentures,
 - (f) Merger or liquidation of Company

(Signed) -signature- Director

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- 29. The businesses to be transacted at the annual ordinary meeting are as follows:
 - (1) To consider the report of the board of directors submitted to the meeting concerning the activities carried out in the past year.
 - (2) To consider and approve the balance sheet.
 - (3) To consider appropriation of profit and reserve fund
 - (4) Election of directors in place of those retiring by rotation and determination of remuneration
 - (6) Appointment of an auditor and remuneration
 - (7) Other business

Chapter 5

Increase and Reduction of Capital

- 30. The Company may increase the amount of its registered capital by the issuance of new shares. The issuance of new shares may be made after;
 - (1) All existing shares have been sold and paid-up in full, or, if part of shares remains unsold, the remaining shares shall be those issued for the exercise of convertible debentures or warrants for the purchase of shares
 - (2) The shareholders' meeting has passed a resolution of not less than 3/4 of the total voting rights and shareholders appeared in the meeting and
 - (3) The resolution to increase the capital shall be registered with the registrar within 14 days from the day of the resolution.
- 31. New shares according to no. 30 shall be offered for sale in whole or in part to existing shareholders in proportion to the number of shares held by each of them or the public or other persons either, in whole or in part, in accordance with the resolution of the shareholders' meeting.
- 32. The Company may reduce its registered capital either by reducing the value of each share or the number of shares. However, the Company cannot reduce such registered capital to less than 1/4.

Except in case where the Company has accumulated loss and it has already been compensated orderly as specified by laws concerning public company limited, if it still retains the accumulated loss, the Company may reduce its capital to less than 1/4 of its capital amount.

The reduction of share value or number of shares as per paragraph one or paragraph two must get approval by a resolution of the shareholders' meeting with a vote of not less than 3/4 of the total number of votes of the shareholders who attend the meeting and are entitled

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to vote. The Company shall register the resolution within 14 days from the date of the resolution.

33. Where the Company desires to reduce the capital, it shall send a letter notifying a resolution to known creditors within 14 days as from the date of the resolution passed by the shareholders' meeting and requires that an objection be made within 2 months as from receipt of the resolution which shall be advertised in a newspaper within 14 days.

Chapter 6

Dividend and Reserve Fund

- 34. No dividend shall be paid otherwise than out of profits. If the Company still has an accumulated loss, no dividend shall be paid.
 - Payment of dividends shall be made within 1 month from the date of the resolution of the shareholders meeting or of the meeting of the board of directors, as the case may be. The shareholders shall be notified in writing of such payment of dividends, and the notice shall also be published in a newspaper. Interest shall not be made, if the dividends payment is made under the period of law.
- 35. The Board of Directors may pay interim dividends to the shareholders from time to time if the Board of Directors sees that the Company's profits justify such payment. After the distribution of interim dividends, shareholders shall be informed of such interim dividend distribution at the next general meeting of shareholders.
- 36. The dividends shall be pay in accordance with the number of shares, equally except determined otherwise for preferred shares.
- 37. The Company must appropriate to a reserve fund, from the annual net profit, not less than 5 percent of the annual net profit less the total accumulated losses brought forward (if any) until the reserve fund reaches an amount not less than 10 percent of the registered capital of the Company.
 - If the Company could not sell of the shares as per the registered amount or the Company has increased the capital, the Company will pay dividends, in whole or in part, by issuing ordinary shares to the shareholders with the approval of shareholder's meeting.
- 38. The borrowing of money of the Company by issuing debentures to the public shall be in accordance with the laws concerning securities.

(Signed) -signature- Director

(Mr. Manop Dhamsirianunt)

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Registrar

The resolution to issue debentures as per paragraph one shall consist of not less than 3/4 of the votes presented at the meeting.

Chapter 7

Account, Finance and Audit

- 39. The fiscal year of the Company shall commence on 1st January and end 31st December of each year.
- 40. The Company shall arrange for making and maintaining accounts and auditing of the accounts in accordance with the laws concerning therewith and shall arrange for making a balance sheet and profit and loss statement at least once every 12 month which is the fiscal year of the Company.
- 41. The board of directors shall arrange for making a balance sheet and profit and loss statement as of the last day of the fiscal year of the Company and submit them to the shareholders' meeting for approval at the annual ordinary meeting. The board of directors shall arrange for the balance sheet and profit and loss statement to be completely audited by the auditor before submitting them to the shareholders' meeting.
- 42. The board of directors shall send the following documents to the shareholders together with the notice summoning the annual ordinary meeting:
 - (1) Copies of the audited balance sheet and profit and loss statement together with the report of the auditor thereon;
 - (2) Annual report of the board of directors
- 43. The auditor has the duty to attend every shareholder's meeting at which the balance sheet, the statement of profit and loss and the problems relating to the accounts of the Company are to be considered in order to explain the auditing of accounts to the shareholders. In this regard, the Company shall also deliver to the auditor the reports and documents of the Company that are to be received by the shareholders at that shareholder meeting. The auditors shall not be a director, staff member, employee or person holding any position or having any duty in the Company.

The auditor shall have the power to examine the accounts, documents and any other evidence relating to the revenues and expenditures as well as the assets and liabilities of the Company during the Company's office hours. To such extent, he shall have the power to inquire the directors, staff, employees of the Company as necessary. The auditor shall make a report concerning the balance sheet and the profit and loss and propose it to the annual general meeting and shall declare that the report is true and correct.

(Signed) -signature- Director

(Mr. Manop Dhamsirianunt)

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44. The Company's seal is affixed hereunder.

-seal-

Chapter 8

Additional Provisions

- 45. If the Company delegates Thailand Securities Depository Co., Ltd. as the share registrar of the Company, the procedures in relation to registration work shall be as prescribed by the share registrar.
- 46. In case the Company or its subsidiary has entered into connected transactions or transactions regarding the acquisition or disposition of material assets of the Company in the manner as set out in the criteria prescribed under the notifications of the Stock Exchange of Thailand, the Company shall also comply with the criteria and procedures as prescribed for such cases.

(Signed) -signature- Director

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