

Details of the amendment of the articles of association of the Company

Sabuy Technology Public Company Limited (the “**Company**”) has an intention to amend the Articles of Association of the Company to be in line with the Public Limited Companies Act, B.E. 2565 (as amended). The details of the amendments are as follows. The amended texts are underlined.

Article No.	Current Articles of Association	New articles of association (which is proposed for the approval)
20.	<p>The board of directors of the Company consists of at least five (5) directors, elected by the meeting of shareholders, <u>and the board of directors to elect one director together to be the company's chairman, chairman of the board, vice-chairman of the board and other positions as deemed appropriate</u>, and not less than half (1/2) of the total number of directors must reside in the kingdom of Thailand. The directors of the Company must have qualifications as required by the law on public limited companies and the law on securities and stock exchange.</p> <p>The board of directors shall consist of independent directors of not less than one-third (1/3) of the total number of directors and not less than three (3) persons. The aforementioned independence is subject to the provisions of the law on securities and stock exchange and related regulations. Directors of the Company may or may not be shareholders of the Company.</p>	<p>The board of directors of the Company consists of at least five (5) directors, elected by the meeting of shareholders and not less than half (1/2) of the total number of directors must reside in the kingdom of Thailand. The directors of the Company must have qualifications as required by the law on public limited companies and the law on securities and stock exchange.</p> <p>The board of directors shall consist of independent directors of not less than one-third (1/3) of the total number of directors and not less than three (3) persons. The aforementioned independence is subject to the provisions of the law on securities and exchange and related regulations. Directors of the Company may or may not be shareholders of the Company.</p>
29.	<p>The board of directors of the Company shall has to hold at least one meeting every three (3) months. The meeting of the board of directors of the Company shall be held at the locality where the Company's head office is located or the locality where the company's branches are located or nearby provinces or at any other places as determined by the chairman of the</p>	<p>The board of directors of the Company must meet at least <u>once (1) every</u> three (3) months. The meeting of the board of directors of the Company shall be held in Thailand at the locality where the Company's head office is located or the locality where the company's branches are located or nearby provinces or at any other places as determined by the chairman of the</p>

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	board or the person assigned by the chairman of the board.	board or the person assigned by the chairman of the board. <u>The meetings of the board of directors and the meetings of sub-committees of the Company shall be conducted via electronic means according to the laws relating to electronic meetings. In such case, it shall be deemed that the Company's head office is the meeting place.</u>
30.	<p>In summoning a meeting of the board of directors, the chairman of the board of directors or the person entrusted by the chairman of the board of directors shall send a written notice summoning a meeting to directors not less than seven (7) days before the date of the meeting, the notice of the meeting must specify the date, time, place and agenda of the meeting, except that, in the case of necessity or urgency for the purpose of protecting rights or benefits of the Company, a summons of a meeting may be notified by other means and an earlier date of the meeting may be fixed.</p> <p>In case that two or more directors request to summons of a meeting of the board of directors, the chairman of the board shall fix the date of the meeting within fourteen (14) days from the date of receiving the request.</p>	<p><u>The chairman of the board of directors shall be the person to call the meeting of the board of directors. In the event that the chairman is absent for any reason, the vice-chairman shall be the person to call the meeting of the board of directors. If there is no vice-chairman for any reason, two (2) or more directors may jointly call a meeting of the board of directors.</u></p> <p><u>When there is a reasonable cause or to protect the rights or benefits of the Company, two (2) or more directors may jointly request the Chairman of the board of directors to call a meeting of the board of directors. The subject and reason to be proposed to the meeting must also be specified. In such cases, the chairman shall call and schedule the meeting within fourteen (14) days from the date of receiving the request.</u></p> <p><u>If the chairman fails to comply with paragraph two, the requesting members may jointly call and schedule a meeting of the board of directors to consider the requested matter within fourteen (14) days from the date of expiration of the period specified in paragraph two.</u></p> <p>In summoning a meeting of the board of directors, the chairman of the board of directors</p>

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		<p>or the person entrusted shall send a written notice summoning a meeting to directors not less than <u>three (3)</u> days before the date of the meeting except that, in the case of necessity or urgency for the purpose of protecting rights or benefits of the Company, a summons of a meeting may be notified by <u>electronic means or by other means</u>, and an earlier date of the meeting may be fixed. The notice of the meeting must specify the date, time, place and agenda of the meeting.</p>
39.	<p>The meetings of the shareholders of the Company shall be held at the locality where the Company's head office is located or the locality where the company's branches are located or in a nearby province</p>	<p>The meetings of the shareholders of the Company shall be held at the locality where the Company's head office is located or the locality where the company's branches are located or in a nearby province</p> <p><u>The meetings of the shareholders may be conducted via electronic means as provided in the laws relating to electronic meeting. In such case, the Company's head office shall be deemed to be the venue of such meeting.</u></p>
40.	<p>The board of directors shall convene at least one (1) meeting of shareholders per year. Such meeting shall be called "General Meeting". The general meeting shall be held within four (4) months after the end of the Company's fiscal year.</p> <p>The other meetings of shareholders shall be called extraordinary meetings of shareholders. The board of directors may summon an extraordinary meeting of shareholders whenever it deems appropriate. Or when one or</p>	<p>The board of directors shall convene at least one (1) meeting of shareholders per year. Such meeting shall be called "General Meeting". The general meeting shall be held within four (4) months after the end of the Company's fiscal year.</p> <p>The other meetings of shareholders shall be called extraordinary meetings of shareholders. The board of directors may summon an extraordinary meeting of shareholders whenever it deems appropriate. Or when one or more</p>

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	<p>more shareholders holding shares in the aggregate number of not less than ten (10) percent of the total number of shares sold may jointly make a written requisition to the board of directors for summoning an extraordinary meeting at any time. Such letter shall provide reasons for requisitioning a summons of a meeting clearly. In such cases, the board of directors must cause a meeting of shareholders to be held within forty-five (45) days from the date of receipt of the written request from the shareholders.</p> <p>In the case where the board of directors did not hold a meeting of shareholders within the period specified in the paragraph two, the shareholders, who have subscribed their names, may call the meeting by themselves within forty-five (45) days from the date of expiration of the period under the paragraph two. In such cases, it shall be deemed that the meeting of shareholders is called by the board of directors, and the Company shall be responsible for necessary expenses arising from the arrangement of the meeting and reasonable facilitation.</p> <p>In the case where the quorum of the shareholders' meeting convened by the shareholders under paragraph three is insufficient, as specified in Article 42, the shareholders under paragraph three must jointly be responsible for reimbursing the Company for the expenses incurred from such a meeting.</p>	<p>shareholders holding shares in the aggregate number of not less than ten (10) percent of the total number of shares sold may jointly make a written requisition to the board of directors for summoning an extraordinary meeting at any time. Such letter shall provide reasons for requisitioning a summons of a meeting clearly. In such cases, the board of directors must cause a meeting of shareholders to be held within forty-five (45) days from the date of receipt of the written request from the shareholders.</p> <p>In the case where the board of directors did not hold a meeting of shareholders within the period specified in the paragraph two, the shareholders, who have subscribed their names, may call the meeting by themselves within forty-five (45) days from the date of expiration of the period under the paragraph two. In such cases, it shall be deemed that the meeting of shareholders is called by the board of directors, and the Company shall be responsible for necessary expenses arising from the arrangement of the meeting and reasonable facilitation.</p> <p>In the case where the quorum of the shareholders' meeting convened by the shareholders under paragraph three is insufficient, as specified in Article 42, the shareholders under paragraph three must jointly be responsible for reimbursing the Company for the expenses incurred from such a meeting.</p> <p><u>If the shareholders call a meeting in accordance with paragraph three, the shareholders calling the meeting may also send invitation letters to</u></p>

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		<p><u>other shareholders via electronic means if such a shareholder appears to have requested or consented to the company or its directors in accordance with public limited company law and the relevant regulations of the registrar and the relevant laws.</u></p>
43.	<p>In the meetings of the shareholders, a shareholder may appoint another person as proxy for attending and voting on his/her behalf. The appointment of proxy must be dated and signed by the shareholder appointing the proxy and must be in the format set out by the public company limited registrar.</p> <p>The appointment of proxy must be submitted to the chairman of the board, or any other person appointed by the chairman, at the meeting place, before the proxy attends the meeting and must at least include the following information.</p> <p>(1) the number of shares held by the person appointing the proxy;</p> <p>(2) the name of the proxy; and</p> <p>(3) the meeting which the proxy is authorized to attend and at which the proxy is authorized to vote.</p>	<p>In the meetings of the shareholders, a shareholder may appoint another person as proxy for attending and voting on his/her behalf. The appointment of proxy must be dated and signed by the shareholder appointing the proxy and must be in the format set out by the public company limited registrar.</p> <p>The appointment of proxy must be submitted to the chairman of the board, or any other person appointed by the chairman, at the meeting place, before the proxy attends the meeting and must at least include the following information.</p> <p>(1) the number of shares held by the person appointing the proxy;</p> <p>(2) the name of the proxy; and</p> <p>(3) the meeting which the proxy is authorized to attend and at which the proxy is authorized to vote.</p> <p><u>The proxy appointment under the first paragraph may be performed by electronic means by adopting a secure and reliable method so that the proxy is appointed by the shareholder. Such method shall be in accordance with the regulations issued by the relevant registrar and the relevant laws.</u></p>

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44.	<p>The chairman of the board is the chairman of the meeting of shareholders, has the duty to monitor the meeting to ensure its compliance with the law and company's articles of association concerning meetings. In the case where the chairman of the board is not present or is unable to perform the duty, a vice chairman, if any, shall preside over the meeting. If there is no vice chairman or there is a vice chairman but the vice chairman is unable to perform the duty, the shareholders present at the meeting shall elect one amongst themselves to preside over the meeting, a meeting must be conducted in order of the business listed in the agenda as specified in the written notice summoning the meeting, unless the meeting passes a resolution reshuffling the order of business in the agenda, with the votes of not less than two-thirds (2/3) of the number of shareholders present at the meeting.</p> <p>Upon completion of the consideration of all the business at the meeting under the notice of the meeting, the shareholders holding the aggregate number of shares of not less than one-third (1/3) of the total number of shares sold may request the consideration at the meeting of other business in addition to that specified in the notice summoning the meeting.</p> <p>In the case where the consideration of the business in order of the agenda under the notice of the meeting is unfinished or the consideration of the business proposed by the shareholders is unfinished, and an adjournment of its consideration is necessary, the meeting</p>	<p>The chairman of the board is the chairman of the meeting of shareholders, has the duty to monitor the meeting to ensure its compliance with the law and company's articles of association concerning meetings. In the case where the chairman of the board is not present or is unable to perform the duty, a vice chairman, if any, shall preside over the meeting. If there is no vice chairman or there is a vice chairman but the vice chairman is unable to perform the duty, the shareholders present at the meeting shall elect one amongst themselves to preside over the meeting, a meeting must be conducted in order of the business listed in the agenda as specified in the written notice summoning the meeting, unless the meeting passes a resolution reshuffling the order of business in the agenda, with the votes of not less than two-thirds (2/3) of the number of shareholders present at the meeting.</p> <p>Upon completion of the consideration of all the business at the meeting under the notice of the meeting, the shareholders holding the aggregate number of shares of not less than one-third (1/3) of the total number of shares sold may request the consideration at the meeting of other business in addition to that specified in the notice summoning the meeting.</p> <p>In the case where the consideration of the business in order of the agenda under the notice of the meeting is unfinished or the consideration of the business proposed by the shareholders is unfinished, and an adjournment of its consideration is necessary, the meeting shall fix</p>

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	shall fix the place, date and time of the next meeting and send not less than seven (7) days prior to the date of the meeting, provided that the notice summoning the meeting shall also be published in a newspaper not less than three (3) consecutive days.	the place, date and time of the next meeting <u>and the board of directors shall send a written notice summoning a meeting, with an indication of the place, date, time and the agenda of the meeting to the shareholders</u> not less than seven (7) days prior to the date of the meeting, provided that the notice summoning the meeting shall also be published in a newspaper not less than three (3) days <u>prior to the date of the meeting.</u>
48.	In the meetings of the board of directors and the meeting of shareholders, the chairman may prescribe that the meeting be held via electronic means. Meetings via electronic means must comply with the rules set forth in relevant laws or notifications.	<u>Any notification, notice, statement or advertisement to be published on a newspaper under the obligation imposed upon by these articles of association or the public company limited law may be made via electronic means, according to the regulations prescribed by the relevant registrar and the relevant laws.</u>
49.	In the event that the chairman of the board of directors requires that the meeting be held via electronic means, calling of the meetings of the board of directors and the meeting of shareholders via electronic means, the chairman of the board of directors or the person assigned by the chairman send the notice of the meeting to directors or shareholders no less than seven (7) days prior to the meeting. Alternatively, the notice of the meeting may be sent by electronic mail instead.	<u>In the case where the Company or the board of directors is required by this Article of Association or the public limited company law to deliver notice or document to the Company's director, shareholders, or creditors, the Company or the board of directors may send notice or letter to such person if they requested or gave consent to receive such notice or statement via electronic means according to the rules prescribed by the relevant registrar and the relevant laws.</u>