

**Agenda No. 8 To consider and approve the amendment to Article 34 of the Company's Articles of Association**

The Board of Directors is of an opinion that the shareholders are recommended to consider and approve the amendment to Article 34 of PM Thoresen Asia Holdings PLC.'s Articles of Association (AOA) in order to be in line with Section 100 of the Public Company Act B.E. 2535 which is amended according to the Order of the Head of the National Council for Peace and Order No. 21/2560 Re: Additional Amendment to the Law for Business Facilitation per detail below.

<b>Article 34 of the Current AOA</b>	<b>Article 34 of the Amended AOA</b>
<p>Any other shareholders meeting than the said meeting shall be called an Extraordinary General Meeting.</p> <p>The Board of Directors may convene an Extraordinary General Meeting of Shareholders anytime as it deems appropriate, or upon a request in writing from shareholders holding in aggregate at least one-fifth (1/5) of the total number of issued shares, or from at least twenty-five (25) shareholders holding in aggregate at least one-tenth (1/10) of the total number of issued shares. Justifications for the request of an Extraordinary General Meeting shall be clearly provided in the request. In this case, the Board of Directors shall convene the Extraordinary General Meeting of Shareholders within one (1) month from the date on which such request in writing has been received from shareholders.</p>	<p>Any other shareholders meeting than the said meeting shall be called an Extraordinary General Meeting.</p> <p>The Board of Directors may convene an Extraordinary General Meeting of Shareholders anytime as it deems appropriate, or upon a request in writing from shareholders holding in aggregate at least ten per cent (10) of the total number of issued shares. Justifications for the request of an Extraordinary General Meeting shall be clearly provided in the request. In this regards, the Board of Directors shall convene the Extraordinary General Meeting of Shareholders within forty-five (45) days from the date on which such request in writing has been received from the shareholders.</p> <p>In the case that the Board of Directors does not hold the meeting within the period as prescribed under paragraph two, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such meeting within forty-five (45) days from the completion of such period. In this regards, the meeting shall be considered as the shareholders meeting called by the Board of Directors. The Company shall be responsible for the necessary expenses arising from such meeting and reasonably provide facilitation.</p>

<b>Article 34 of the Current AOA</b>	<b>Article 34 of the Amended AOA</b>
	In the case that the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph three is not formed according to Article 39, the shareholders as prescribed in paragraph three shall be collectively responsible for the expenses arising from such meeting.