Enclosed 6

## Articles of Association of Nutrition SC Public Company Limited in relation to the Shareholders' Meeting

In accordance with the policy of the Board of Directors of the Stock Exchange of Thailand Re: Appropriate practices for listed companies for organizing shareholders' meeting and the Articles of Association of Nutrition SC Public Company Limited (the "Company"), the Company would like to inform the shareholders regarding the terms using in the Shareholders' Meeting as follows:

### Chapter 2: Issuance and Transfer of Shares

Article 11. The Company may suspend share transfer registration during twenty-one (21) days prior to each meeting date. The announcement shall be made to the shareholders in advance at the head office and all branch offices of the Company not less than fourteen (14) days prior to the closing date of share transfer registration or the company may choose to use the method to determine the date for determining the names of shareholders (Record Date). A person who has the right to vote must be a shareholder whose name appears in the shareholder register on the date specified by the Board of Directors (Record Date) and the number of shares that each shareholder has the right to vote shall be in accordance with appear in the shareholder register on the same day, the date specified by the Board of Directors (Record Date) mentioned above Must be no more than two (2) months prior to the date of the shareholders' meeting, but not before the date on which the Board of Directors approves the meeting of shareholders. And once the Board of Directors fixes the date for determining the names of shareholders who are entitled to attend the meeting, it cannot be changed.

### Chapter 4: Board of Directors

Article 13. The Board of Directors of the Company consists of at least five (5) directors, with the number of independent directors and audit committee members stipulated by the law on securities and exchange and not less than half of the total number of directors must reside in the Kingdom. The company's directors must be qualified according to the laws and regulations.

Directors are prohibited from operating become a partner or becoming a director in other juristic persons having the same nature and operating business that competes with the business of the

Company unless notified to the meeting shareholders to know before making a resolution to appoint in the operation of the company Directors must perform their duties in accordance with the law. Objectives and Articles of Association of the Company As well as the resolutions of the shareholders' meeting with honesty and care to protect the interests of the company.

Directors shall notify the Company without delay in case they have direct or indirect interest in any contract made by the Company during the fiscal year or hold shares or debentures in the Company and its affiliates by specifying the total amount increased or decreased during the fiscal year.

Article 14. The shareholders' meeting appoints directors by a majority vote of the shareholders attending the meeting and voting according to the following criteria and methods;

(1) One shareholder has a vote equal to one (1) share per one (1) vote.

(2) The shareholders shall vote for the election of directors individually.

(3) Persons receiving the majority of votes in descending order will be elected as directors in the number of directors to be elected at that time. In the event that the number of votes cast for candidates in descending order are equal, which would otherwise have been exceeded, the presiding chairman shall have a casting vote.

Article 15. At every annual general meeting One-third (1/3) of the directors shall retire if the number of directors cannot be divided into three parts. Then issued the number nearest to one-third (1/3)

Directors to retire in the first and second years after the registration of the company shall be drawn by lots to determine who will retire. In the following years, the directors who have been in office the longest shall retire. Directors retiring by rotation may be re-elected.

Article 16. Directors are entitled to receive remuneration from the Company in the form of rewards, meeting allowances, gratuities, bonuses or benefits in other ways, according to the Articles of Association or as approved by the shareholders' meeting with a vote of not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting. It may be determined as a certain number or as a guideline and will be determined from time to time or will be effective forever until can change and in addition to receiving allowances and various welfare according to the company's regulations.

The provisions in the first paragraph shall not affect the rights of employees or employees of the Company. Who are elected as directors in order to receive remuneration and benefits as employees or employees of the company.

The payment of remuneration under the first and second paragraphs shall not be contrary to or inconsistent with maintaining the qualifications of independent directors as required by the law on securities and exchange.

Article 17. Other than by rotation, the directors shall vacate office upon:

(1) death;

(2) resignation;

(3) disqualifications or possession of prohibited characteristics under Section 68. of the Public Limited Companies Act B.E.2535 and/or the law governing securities and exchange;

(4) being removed by a resolution of the shareholders' meeting under the Article 20 of the Articles of Association;

(5) being removed by a court order.

Article 18. To resign from office, a director shall submit his/her resignation letter to the Company. Such resignation shall become effective on the date of receipt of the said letter by the Company.

The director who has resigned under the first paragraph may also inform the registrar of such resignation.

Article 19. In the event that a position of director becomes vacant for any reason other than by rotation, the Board of Directors shall appoint a person, being qualified and not having prohibited characteristics under Section 68 of the Public Limited Companies Act B.E. 2535, to fill in the vacancy at the next Board of Directors' meeting unless the remaining office term of the vacating director is less than two (2) months. The replacement director shall hold office only for the remaining office term of the director whom he replaces.

The resolution of the Board of Directors pursuant to the first paragraph shall be approved by a vote of not less than three-fourths (3/4) of the number of the remaining directors.

Article 20. In the event that the vacancy of the Board of Directors is less than the number required to constitute a quorum. The remaining directors can act on behalf of the Board of Directors only in convening a shareholders' meeting to elect directors to replace all vacant positions. Such meeting must be held within one (1) month from the date that the number of directors is less than the number required for a quorum. The person who is appointed as a replacement director in such case will be in the position of director only for the remaining term of the director he replaces.

Article 21. The shareholders' meeting may pass a resolution removing any director from office before the expiration of the term with a vote of not less than three-fourths (3/4) of the number of shareholders attending the meeting and having the right to vote and holding shares amounting to not less than half (1/2) of the number of shares held by shareholders attending the meeting and having the right to vote.

Article 22. The board of directors shall elect one director to be the chairman.

In the event that the Board deems it appropriate one or more directors may be elected to be vice chairman. The Board of Directors may assign one or more directors to act on behalf of the Board.

Article 23. In the meeting of the Board of Directors Not less than one-half (1/2) of the total number of directors must be present at the meeting to constitute a quorum and the chairman of the board shall preside over the board meetings. In case the Chairman is absent from the meeting or unable to perform duties if there is a vice chairman The Vice Chairman shall preside. If there is no vice-chairman or he is unable to perform his duty the members present at the meeting shall elect one among themselves to preside over the meeting.

The decision of the Board of Directors' meeting shall be made by a majority vote of the number of directors attending the meeting. One director has one (1) vote in voting. Unless a director who has an interest in any matter has no right to vote on that matter. If the votes are equal the chairman of the meeting shall have an additional vote as a casting vote.

Article 24. The Board of Directors of the Company must hold a meeting at least once every three (3) months.

In convening a meeting of the Board of Directors The chairman of the board or a person assigned by him shall send the meeting notice to the directors at least three (3) days prior to the meeting date. Except in case of urgent necessity to protect the rights or benefits of the company will notify the meeting by electronic means or any other method and set the meeting date earlier.

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. In the absence of the Vice Chairman for any reason Two (2) directors or more directors may jointly call a meeting of the Board of Directors.

The Board of Directors may hold a meeting at the locality where the Company's head office is located or any other place as it deems appropriate. The Board of Directors' meeting may be conducted via electronic media as provided in the Electronic Conferencing Law. The location of the head office of the company shall be considered as the meeting place.

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 to call a meeting of the Board of Directors. In this regard, the subject and reason to be proposed to the meeting must also be specified. In such a case the chairman of the board or a director assigned by the chairman shall schedule the meeting date within fourteen (14) days from the date of request.

In case the Chairperson fails to comply with paragraph five the requested members may jointly call and schedule a meeting of the Board of Directors to consider the requested matter within fourteen (14) days from the expiration of the period under paragraph five.

Article 25. Two (2) directors jointly sign and affix the Company's seal to bind the Company.

The shareholders' meeting or the Board of Directors' meeting may determine and change the names of directors authorized to bind the Company together with the Company's seal affixed.

Article 26. The Board of Directors shall provide a Company Secretary whose duties and responsibilities are at least in accordance with the rules set forth in the Securities and Exchange Act.

In the event that the Company Secretary vacates office or is unable to perform his duties The Board of Directors shall appoint a new Company Secretary within the period prescribed by law and the Board of Directors shall have the power to assign any director to perform duties on his or her behalf during such period.

Article 27. The Board of Directors may appoint any other person to operate the business of the Company under the supervision of The Board of Directors or may authorize such person to have power as the Board of Directors deems appropriate and within the time that the Board deems appropriate. And the Board may cancel, revoke, change or amend the authority.

Article 28. Any director who buys assets of the company or selling assets to the Company or conducting any business with the Company whether acting on his own behalf or on another person's behalf without the consent of the Board Trading or conducting business is not binding on the Company.

Article 29. All activities of the company that the board of directors or directors or other persons assigned by the board of directors carry out on behalf of the company shall be valid and binding on the Company Even if it appears later that there is a flaw in the election, appointment or qualifications of directors. Or lack of suitability according to Article 17.

## Chapter 5: Shareholders' Meeting

Article 30. The Board of Directors shall hold an Annual General Meeting of Shareholders within four (4) months from the end of the Company's fiscal year.

Other shareholders' meetings apart from the aforementioned. It shall be called an extraordinary meeting. The Board of Directors may call an extraordinary meeting of shareholders whenever it deems appropriate or shareholders collectively counting the number of shares of not less than ten (10) percent of the total number of shares sold They can sign their names and make a letter requesting the Board of Directors to call an extraordinary meeting of shareholders at any time. However, the reasons for calling the meeting must be clearly stated in the said letter. In this case, the Board of Directors shall convene a shareholders' meeting within forty-five (45) days from the date of receipt of the letter from the shareholders.

In the event that the Board of Directors does not hold a meeting within the above period of time All shareholders who subscribed to each other or other shareholders holding the mandated number of shares together can call the meeting by themselves within forty-five (45) days from the expiration of the above period. In such a case it shall be deemed that the meeting of shareholders is called by the Board of Directors. The Company shall be responsible for necessary expenses incurred from holding the meeting and providing reasonable facilitation. In the event that any meeting of shareholders called by the shareholders under the preceding paragraph the number of shareholders present at the meeting does not constitute a quorum as specified in the Articles of Association. The shareholders who subscribed their names to call the meeting must jointly compensate the Company for the expenses incurred from holding that meeting.

Article 31. The shareholders' meeting may be conducted via electronic media as provided in the law on electronic conferencing. The location of the head office of the company shall be considered as the venue of the meeting.

Article 32. In summoning a meeting of shareholders The Board of Directors shall prepare a written notice of the meeting specifying the place, date, time and agenda of the meeting and matters to be presented to the meeting along with appropriate details. Appropriate, stating that it is a matter to be proposed for acknowledgment to approve or to consider Including the opinion of the Board of Directors on such matters and delivered to the shareholders and the registrar for acknowledgment not less than seven (7) days prior to the meeting date and advertise the meeting notice in a newspaper for three consecutive (3) days at least three (3) days prior to the meeting date.

The shareholders' meeting can be held at the locality where the company's head office is located or other provinces throughout the Kingdom.

In the case where the shareholders have notified their intention or consented to send the meeting invitation under the first paragraph by electronic means The Company or the board of directors may send the meeting invitation by electronic means. The provisions in this paragraph shall also apply to the case where the meeting is called by the shareholders.

Article 33. In the shareholders' meeting Shareholders may appoint other persons as proxies to attend and vote on their behalf in the meeting. The proxy form must be dated and signed by the shareholder appointing the proxy and must be in the form prescribed by the Registrar.

This proxy form must be delivered to the chairman of the board or the person designated by the chairman at the meeting before the proxy attends the meeting.

The proxy under the first paragraph it may be performed by electronic means as required by law.

Article 34. In the shareholders' meeting There must be at least twenty-five (25) shareholders and proxies (if any) attending the meeting and holding shares in aggregate of not less than one-third (1/3) of the total number of shares held. All available or there are shareholders and proxies from the shareholders attending the meeting not less than half (1/2) of the total number of shareholders and must hold shares amounting to not less than one-third (1/3) of the total number of shares sold to be a quorum. In the event that any shareholder meeting when one (1) hour has passed since the appointed time, the number of shareholders attending the meeting is inadequate to form a quorum as specified. If the meeting of shareholders was called because of the request of the shareholders, the meeting shall be cancelled. If such meeting of shareholders was not called as a result of a request by the shareholders, the meeting shall be called once again. And the notice of the meeting shall be delivered to the shareholders at least seven (7) days prior to the meeting date. In the latter meeting, it is not mandatory that a quorum be formed.

In the shareholders' meeting the chairman of the board shall preside over the meeting. In the event that there is no Chairman or the Chairman does not attend the meeting if there is a vice-chairman, the vice-chairman shall be the chairman. If there is no vice chairman or there is but unable to perform duties the meeting shall elect one of the shareholders present at the meeting to be the chairman of the meeting.

Article 35. In voting at a shareholders' meeting, one (1) share shall have one (1) vote shall consist of the following votes:

(1) In normal cases, the majority vote of the shareholders attending the meeting and voting is required. Vote if there are equal votes the chairman of the meeting shall have an additional vote as a casting vote.

(2) In the following cases A vote of not less than three-fourths (3/4) of the total number of votes of the shareholders is required attending the meeting and having the right to vote.

a) Sale or transfer of all or important parts of the Company's business to other persons.

b) Purchasing or transferring the business of other companies or private companies to the Company.

c) Making, amending or terminating the contract relating to the lease of all or important parts of the Company's business. Assigning other people to manage the business of the company or the merger of the business with other persons for the purpose of sharing profit and loss.

d) Amendment to the Memorandum of Association or Articles of Association.

e) Increasing or decreasing the company's capital or issuing debentures.

f) Amalgamation or dissolution of the company.

g) Debt restructuring by issuing new shares to pay debts to creditors under the debt conversion project capital

h) Any other cases as specified in the Securities and Exchange Act.

Article 36. Businesses to be carried out at the Annual General Meeting are as follows:

(1) Consider the report of the Board of Directors presented to the meeting showing the operating results of the Company in the past year.

(2) Consider and approve the balance sheet and profit and loss account at the end of the company's fiscal year.

(3) Consider allocating profits and allocating money as a reserve fund and dividend payment.

(4) Consider the election of directors to replace those who retired by rotation and determine the directors' remuneration.

(5) Consider the appointment of the auditor and determine the auditor's remuneration.

(6) Other businesses

Article 37. When the company has made a public offering of shares In case the company or subsidiary agrees to enter into a connected transaction or transactions relating to the acquisition or disposal of assets of the Company or its subsidiaries according to the meaning and criteria prescribed in the Securities and Exchange Act applicable to connected transactions of listed companies or the acquisition or disposal of assets of a listed company, as the case may be, shall comply with the rules and regulations and the method as specified in the said announcement in that matter as well.

Article 38. The chairman of the shareholders' meeting is responsible for conducting the meeting in accordance with the law and the Company's Articles of Association concerning meetings (if any) and ensuring that the meeting proceeds in the order of the agenda specified in the meeting notice. Unless the meeting resolves with a vote of not less than two-thirds (2/3) of the number of shareholders present at the meeting to change the order of the agenda. When the meeting finished considering the matters in order of the agenda Shareholders holding shares in aggregate of not less than one-third (1/3) of the total number of shares sold may ask the meeting to consider matters other than those specified in the meeting notice.

In the event that the meeting has not finished considering the matters in the order of the agenda and/or the matters proposed by the shareholders, as the case may be, and it is necessary to postpone the consideration the meeting shall determine the place, date and time of the next meeting and the Board of Directors shall send a meeting notice specifying the place, date, time and agenda of the meeting to shareholders at least seven (7) days prior to the meeting date. The notice of the meeting shall also be advertised in a newspaper for at least three (3) consecutive days, at least three (3) days prior to the meeting date.