

THAILAND SECURITIES DEPOSITORY COMPANY LIMITED

Procedural Regulations

Re: Acting as Cheque Issuance Agent (No. 1), 1998

Whereas, it is deemed expedient to prescribe the rules relating to acting as a cheque issuance agent for a company which has delegated Thailand Securities Depository Company Limited to be its securities registrar for paying dividends or interests to its securities holders in order to establish a clear and standard procedures for such activity.

Thailand Securities Depository Company Limited hereby issues the procedural regulations as follows:

1. In these Procedural Regulations:

“Registrar” means Thailand Securities Depository Company Limited;

“company” means a company issuing securities for which the Registrar accepts to act as a registrar;

“securities holders” means the holders of securities of the company;

“Managing Director” means the Managing Director of the Registrar.

2. A person who will delegate the Registrar to be its cheque issuance agent for the purpose of paying dividends and interests to its securities holders must be the person who has delegated the Registrar to be its securities registrar and has submitted a power of attorney for the issuance of cheques in the form prescribed by the Registrar to the Registrar.

3. In the performance as a cheque issuance agent, the Managing Director shall be authorized to sign the cheques on behalf of the Registrar.

In signing the cheques under the first paragraph, the Managing Director may have signatures stamped by machine in lieu.

4. The company has the duty to submit to the Registrar a notification of details concerning payment of dividends or interests to securities holders at least 10 business days prior to the date fixed for payment under the cheques.

The notification of details concerning payment of dividends or interests under the first paragraph shall be in the form prescribed by the Registrar.

5. The company agrees to be bound to maintain fund in a bank deposit account which it has opened for the purpose of paying dividends or interests in sufficient amount as required to be paid to all the securities holders on the date fixed for payment under the cheques.

If the company has any necessity which causes the company to be unable to maintain fund in the bank deposit account according to the first paragraph, the company has the duty to notify the Registrar accordingly in writing at least 3 business days prior to the date fixed for payment under the cheques.

In any case if the company violates its duty as prescribed in the first paragraph and the second paragraph thereby causing the Registrar to incur damage or to be sued, the company must be responsible for such damage to the Registrar.

6. The company agrees to pay fees, expenses or any encumbered charges in connection with the delegation of authority to the Registrar to issue cheques according to the rules and procedures prescribed by the Registrar.

7. If the company violates or fails to comply with these Procedural Regulations or when the Registrar deems appropriate, the Registrar may terminate its service as a cheque issuance agent for the company without advance notice.

8. For any case not provided by these Procedural Regulations, or in case of doubt or question concerning the implementation of these Procedural Regulations, the Managing Director shall have the power to take action, make decision and issue orders.

These Procedural Regulations shall come into force on December 1, 1998.

(Signed) Amaret Sila-on

(Mr. Amaret Sila-on)
Chairman of the Board
Thailand Securities Depository Company Limited
December 1, 1998

Power of Attorney for Issuance of Cheques

Date _____

We, _____ Co., Ltd./Fund, by _____
Title _____ and _____ Title _____ (hereinafter called the
"Company") who have delegated and appointed Thailand Securities Depository Company
Limited (hereinafter called the "Registrar") to be the Registrar for the Company's securities in
the type of () ordinary share () preferred share () debenture () convertible debenture ()
investment unit () others _____ wish to appoint and delegate the authority to the
Registrar to be an authorized person to issue and sign the cheques to order payment from the
Company's bank deposit account for the purpose of paying dividends or interests for and on
behalf of the Company with respect to the payment of dividends or interests which may be
made as from _____ until the Company notifies the Registrar in writing of the
revocation of this Power of Attorney. The Registrar shall be empowered to appoint and
authorize any person as its substitute to do the aforesaid act on its behalf.

In this regard, the Company covenants to maintain fund in the Company's bank deposit
account pursuant to the account number which the Company shall notify the Registrar in
sufficient amount as the Company is obliged to pay to all the securities holders on the date
fixed for payment under the cheques. If the Company is unable to maintain sufficient fund in
the bank deposit account on the said date, the Company shall notify the Registrar accordingly
in writing 3 business days prior to the date specified in the cheques.

Any acts performed by the Registrar or its substitute under this Power of Attorney
shall be deemed as if done by the Company itself in all respects. The Company agrees to
comply with the procedural regulations of the Registrar regarding acting as cheque issuance
agent and to be unconditionally responsible for damage, encumbered charges and expenses
incurred to the Registrar in full.

Signed _____ Authorized Person of the Company
(_____)

Signed _____ Authorized Person of the Company
(_____)

Signed _____ Witness
(_____)

Signed _____ Witness
(_____)

Remarks This Power of Attorney must be affixed with 30 baht stamp duty.

(In case of TSD signing cheques)

**Notification of Details Concerning Issuance of Cheques
For Interest or Dividend Payment**

Date _____

Whereas, _____ Co., Ltd., Abbreviation: _____
(hereinafter called the "Company") has appointed and delegated the authority to Thailand Securities Depository Company Limited (hereinafter called the "Registrar") to be an authorized person to issue and sign the cheques to order payment from the Company's deposit account for the purpose of making payment of benefits to the securities holders of the Company.

The Company would like to notify that the date of closure of the register will be _____ at _____ hours and the date of payment (the date specified in the cheques) will be _____ for the purpose of making payment of any benefit to the securities holders as follows:

Type of Income Payment of interest only Payment of interest together with redemption of principal sum
Rate of interest payment: _____ per share, No. _____
Rate (%): _____ per annum Period from _____
 Rate of dividend payment: _____ Baht/shares

Rate of tax on dividends a. Rate of dividends entitling to BOI privilege: _____ Baht/share
 b. Business subject to corporate income tax at 30 per cent of net profit: _____ Baht/share
 c. Business within an investment promotion zone under Section 35(2) of the Investment Promotion Act B.E. 2520 (A.D. 1977) which is subject to corporate income tax at one-half of the rate under (a) : _____ Baht/share
 d. International banking facility business subject to corporate income tax at 10 per cent of net profit: _____ Baht/share
 e. Business subject to corporate income tax at other rate: _____ Baht/share

In this regard, the Company would like to provide details concerning deposit account for payment of such benefits to the securities holders as follows:

Cheque 1. Account used for cheque payment
1.1 Bank: _____ 1.2 Branch: _____
1.3 Current account No. _____ 1.4 Office No. (5-digit code) _____
1.5 Bank address: _____

Fund transfer 2. Account for debit of fund for transfer between interbank retail accounts (media clearing)
2.1 Bank: _____ 2.2 Branch: _____
2.3 Account: current No. _____ saving No. _____

3. Taxpayer Identification No. _____ 4. Tax payment area: _____

5. Payment conditions:

According to the Registrar's conditions (A/C Payee Only in case of 5,000 Baht or higher)
 A/C Payee Only for every payment. Others: _____

6. In case of securities holders with foreign address:
 Cheques shall be sent to the Company
 Cheques shall be sent to securities holders in foreign country directly (payment in Baht)
 Purchase drafts in US\$ or _____ currency Others: _____

7. A company receiving dividends which is eligible for exemption of withholding tax in case of holding shares in the company paying dividends not less than 25 per cent of the total shares while the company paying dividends does not hold shares in the company receiving dividends.

Name of shareholder: _____

The Company hereby covenants to maintain fund in the Company's deposit account as specified above in sufficient amount as the Company is obliged to pay to all the securities holders on the date fixed for payment under the cheques. If the Company is unable to maintain sufficient fund in such deposit account on the said date, the Company shall notify the Registrar accordingly in writing 3 business days prior to the date specified in the cheques.

The Company agrees to be unconditionally responsible for damage, encumbered charged and expenses incurred to the Registrar in full.

Signed _____ Authorized Person Signed _____ Authorized Person
(_____) of the Company (_____) of the Company