

MEMORANDUM OF ASSOCIATION

of

aCommerce Group Public Company Limited

The particulars of the Memorandum of Association of the Company are as follows:

- Clause 1. The Company name is "Borisat aCommerce Group Chamkad (Mahachon)" and its name in English is "aCommerce Group Public Company Limited".
- Clause 2. The Company intends to publicly offer shares.
- Clause 3. The Company's objectives are 59 in number. The details are given in the attached Form BMJ. 002.
- Clause 4. Registered capital of 4,856,056,844 Baht (Four Billion Eight Hundred Fifty Six Million Fifty Six Thousand Eight Hundred Forty Four Baht) divided into 4,856,056,844 Shares (Four Billion Eight Hundred Fifty Six Million Fifty Six Thousand Eight Hundred Forty Four Shares) par value 1 Baht (One Baht) consisting of ordinary shares 4,856,056,844 Shares (Four Billion Eight Hundred Fifty Six Million Fifty Six Thousand Eight Hundred Forty Four Shares) preferred shares - Shares (-)
- Clause 5. The head office will be situated in Bangkok Metropolis Province.
- Clause 6. The names, the dates of birth, the nationalities, and the addresses of the promoters and the number of shares for which each has subscribed, as well as their signatures, are as follows:
- 6.1 The number of promoters is -. They have subscribed for - shares that must be paid up in cash and which comprise - percent of the registered capital.

(Signature) Mr. Piers Gerald Bennett -Signature- Applicant for registration

(Translation)

Form BMJ. 002

Registration on 22 February 2022

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Ancillary document accompanying Application

No. 100826502220042

OBJECTIVES IN DETAIL

of

aCommerce Group Public Company Limited

Certified true copy

-Signature-

(Miss Anchisa Tanturanont)

Registrar

The objectives of this company are 59 in number as follows:

- (10) To issue shares and offer them for sale to shareholders, the general public, or any persons, at a price equivalent to the fixed par value of the shares, or at a price higher or lower than the fixed par value of the shares, in accordance with the law on securities and exchange and any other applicable law.
- (11) To issue and offer securities, including but not limited to shares, debentures, convertible debentures, debt instruments, warrants, or any other securities issued by the Company to shareholders, the general public, or any persons in accordance with the law on securities and exchange and any other applicable law.
- (12) To own movable and immovable property, including land, within the country or abroad, for use in the Company's business, and to possess, improve, use, or otherwise manage any property whatsoever, as well as the fruits thereof.
- (13) To deal with shares, e.g., issuance and offer for sale, allocation, or transfer of shares, and other negotiable instruments in any manner in the interest of the Company's businesses, or other businesses in which the Company has interest, except securities trading, provided that the Company may only issue debentures, if any, in accordance with the law on securities and exchange or as authorized by any other law.
- (14) To buy, obtain, receive, rent, buy on hire-purchase, own, possess, improve, use, or otherwise manage any property whatsoever, as well as the fruits thereof.
- (15) To sell, transfer, mortgage, pledge, exchange, or otherwise dispose of any property.
- (16) To borrow money, overdraw from accounts with banks, juristic persons, or other finance institutions, and to lend money or otherwise give credit, with or without security, as well as to accept, issue, transfer, or endorse bills of exchange or other negotiable instruments, except in the banking business, finance business, and credit foncier business.
- (17) To become a partner with limited liability in a limited partnership, or a shareholder in another limited company, both within and outside the country, or to co-invest with any persons, bodies of persons, juristic persons, government agencies, or state enterprises.
- (18) To be a broker, agent, or commission agent in transactions and businesses of all types, except insurance, membership recruitment for associations, and trading in securities.
- (19) To establish branch offices or appoint agents within and outside the country.
- (20) To carry on the business of buying, selling, retailing, and wholesaling all kinds of tobacco, cigarettes, cigars, wines, liquor, brandy, all kinds of aerated water, and all kinds of liquor, including containers for the aforesaid goods, and wholesaling malts, hops, rice grains, ground cereal grains, fruits, yeasts, and substances used in the aforementioned business.
- (21) To carry on the business of trading in rice, rice products, cassava, cassava products, maize, sesame seeds, beans, pepper, jute, kapok, cotton, lac, castor beans, wood, resin, vegetables, fruits, forest products, medicinal herbs, animal hides, animal horn, live animals, animal flesh, sugar, animal feed, and agricultural products of all kinds.

(Signature) _____ -Signature- _____ Applicant for registration
(Mr. Piers Gerald Bennett)

(Translation)

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OBJECTIVES IN DETAIL

of

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Certified true copy

-Signature-

(Miss Anchisa Tanturanont)

Registrar

The objectives of this company are 59 in number as follows:

- (37) To carry on the contracting business of constructing buildings, commercial buildings, residential buildings, offices, roads, bridges, tunnels, dams, and all other kinds of constructions as well as all categories of civil engineering works.
- (38) To carry on the business of mining, ore smelting, ore extraction, ore conversion, fusing ores, dressing minerals, mineral surveying, analyzing and examining minerals, grinding ore, and transportation of minerals and ore.
- (39) To carry on the business of hotels, restaurants, bars, night-clubs, bowling alleys, cinema theatres and other kinds of theatres of entertainment, vacation resorts, sport fields, and swimming pools.
- (40) To carry on the business of shipment, transportation, and loading of goods and passengers on land, on water, or in the air, both within the country and internationally, including the services of bringing shipment at ports through customs clearance and management of all kinds of freight.
- (41) To carry on the business of foreign currency exchange (when permitted by the concerned authorities).
- (42) To carry on the business of import and export of the goods stipulated in the objects for distribution.
- (43) To carry on the business of hair-cutting, hair-dressing, beauty-salon, dress-making, and laundry.
- (44) To carry on the business of commercial photography, and the development, printing, and enlargement of photographs, including the same for documents.
- (45) To carry on the business of production and distribution of movie films.
- (46) To carry on the business of service stations selling petrol and providing repair, maintenance and inspection services, lubrication, spraying, and anti-rust treatment for all kinds of vehicles, including the services of installation, inspection and fixing of all kinds of accident prevention accessories.
- (47) To carry on service businesses in the legal, accountancy, engineering, and architectural fields, including advertising.
- (48) To carry on the service business of providing guarantees for debt, liability, or performance of the contractual obligations of other persons, including guarantees for persons who have entered or departed the country in accordance with the laws on immigration, taxation and other laws.
- (49) To carry on the service business of counseling and making recommendations on problems related to work management, commerce, and industry, including problems in manufacturing, marketing, and distributing.
- (50) To carry on the service business of collecting, compiling, preparing, publishing, and distributing statistics, data and information concerning agriculture, industry, commerce, finance, and the market, including analyzing and assessing the outcome of business transactions.
- (51) To carry on the business of a private hospital and nursing home, of curing the ill and people in pain, and providing technical instruction and training in medicine and health science.
- (52) To carry on the service business of being a manager who protects interests, collects and receives the benefit of, and manages the properties for, others.
- (53) To carry on the business of bidding for sale of goods and hire of work in accordance with all of the objectives, for any persons, bodies of persons, juristic persons, government agencies, and state enterprises.
- (54) The Company may issue shares at a price higher than the fixed par value.

(Signature) _____ -Signature- _____ Applicant for registration
(Mr. Piers Gerald Bennett)

