

**MEMORANDUM OF ASSOCIATION**  
**SCG PACKAGING PUBLIC COMPANY LIMITED**

The Memorandum of the Company is detailed as follows:

1. The name of the Company is “SCG Packaging Public Company Limited”.
2. The Company has the intention to offer for sale its shares to the public.
3. The Company has 55 clauses of objectives.
4. The Company’s registered capital is 4,500,000,000 Baht (Four billion, five hundred million Baht), divided into 4,500,000,000 shares (Four billion, five hundred million shares), with par value of 1 Baht (One Baht) each, classified as 4,500,000,000 ordinary shares (Four billion, five hundred million shares).
5. The head office shall be located in Bangkok.

## **Objectives of SCG Packaging Public Company Limited**

- (1) To participate in investment of juristic persons who have corresponding objectives with those of the Company, or to subscribe for shares in private limited companies, public limited companies, or join limited partnerships as a limited liability partner, irrespective of whether or not the private limited companies, the public limited companies, or the limited partnerships concerned have corresponding objectives with those of the Company, as well as to participate in investment, partnership, or joint ventures of individuals, juristic persons, or non-juristic body of persons, as well as to invest, manage funds and property of the Company in accordance with the Board of Directors' resolutions, provided that it is within the scope of the Company's objectives.
- (2) To engage in business concerning manufacturing, purchasing, selling, retailing, wholesaling, trading, hiring, working for hire, or handling by any means of pulp, paper, timber, wood chips, recovered paper, waste paper, material or raw material applicable or related to manufacturing paper pulp or all kinds of paper, whether in the state of raw material, semi-finished, finished, or recycled products.
- (3) To engage in business concerning manufacturing, purchasing, selling, retailing, wholesaling, trading, hiring, working for hire, or handling by any means of paper boxes, paper bags, paper tableware or all other products made of paper, whether in the state of raw material, semi-finished, finished, or recycled products.
- (4) To engage in business concerning factories manufacturing pulp, paper, material or raw material applicable or related to manufacturing pulp or all kinds of paper, as well as paper boxes, paper bags, paper tableware, containers, or all other products made of paper, whether in the state of raw material, semi-finished, finished, or recycled products.
- (5) To engage in business concerning manufacturing, purchasing, selling, retailing, wholesaling, trading, hiring, working for hire, or handling by any means of plastic, polymer products, flexible packaging, or other similar goods, whether in the state of raw material, semi-finished, finished, or recycled products.
- (6) To engage in business concerning manufacturing, purchasing, selling, retailing, wholesaling, storing, exchanging, providing consultation, rendering services, investing, reselling, trading, processing, transporting, or handling by any means of packaging or other products.
- (7) To engage in service business concerning packaging and logistics.

- (8) To engage in business concerning energy, including manufacturing, purchasing, selling, retailing, wholesaling, storing, exchanging, providing consultation, rendering services, investing, reselling, trading, processing, transporting, or handling by any means of natural resources, natural energy, electrical energy, and other energies, whether in the state of raw material, semi-finished, and finished products, as well as thermal power plants, combined-cycled power plants, steam power plants, and other power plants, along with solar power, wind power, energy from combustion, energy from waste, hydropower, or fuel such as oil, coal, chemical substances from coal or gas, and undertaking other activities related to the aforesaid business or other works promoting the aforesaid business (subject to having been granted permission from relevant authorities).
- (9) To engage in business concerning manufacturing, repairing, modifying, installing and trading of machinery, engines, mechanical equipment, energy-saving devices, vehicles, power generators, electrical appliances, water pumps, heaters, cooling devices, pollution eliminators, kitchen utensils, metal wares, sanitary wares, household appliances, furniture, electrical equipment, waterworks equipment and anything concerning water, including spare parts, accessories, materials and parts of the aforesaid goods.
- (10) To engage in business concerning manufacturing, repairing, modifying, installing, trading, purchasing, selling, retailing, wholesaling, exchanging, hiring, being hired, or handling by any means of construction materials, construction equipment, construction devices, all kinds of craftsman's kits, paint, painting devices, glass, sheet glass and all kinds of decorating material for buildings.
- (11) To engage in business concerning mines, stones, pebbles, sand, earth, as well as industrial activities connected with the above stated things and to purchase and sell mineral ores, stones, pebbles, sand, earth and products of the aforesaid industries, including other natural resources related to the activities within the scope of the objectives of the Company.
- (12) To engage in business concerning manufacturing and trading of latex, rubber sheets, or other kinds of rubbers produced or derived from any part of para rubber trees, as well as synthetic rubber, synthetic material, or goods produced through scientific process.
- (13) To engage in business concerning manufacturing and trading of medicines for human beings and animals, artificial organs, medical supplies, chemical products, medical, pharmaceutical and dental equipment, technological products, fertilizers, insecticides, vitamins for all kinds of plants and animals, scientific equipment and appliances.

- (14) To engage in business concerning producing and trading of agricultural products, as well as forestry, rubber plantation and other plantations, livestock, finished and semi-finished products from the aforesaid goods.
- (15) To engage in business concerning operation of printing works, printing of books and other printed matters, publishing of books and issuing of newspapers and other printed materials.
- (16) To engage in business concerning petrol and gas service stations, and rendering of services for repair, maintenance, checking, lubricating, rust-proof spraying for all kinds of vehicles, including installing, checking and repair services for all kinds of equipment used in connection with vehicles.
- (17) To engage in business concerning gas separating plant, oil refinery, hulling mill, saw mill, planing and drying factory, plywood factory, chassis assembly plant, ceramic and enamelware factory, earthenware factory, plant drying factory, jute pressing factory, vegetable oil refinery, gunny bag factory, weaving mill, yarn spinning factory, fabric dyeing and printing factory, tyre manufacturing and retreading factory, steel factory, metal casting and lathe workshop, zinc factory, processed food factory, gas plant, sugar mill, plasticware factory, metal sheeting and casting factory, door and window frames factory, glass factory, soft drinks factory, tyre factory, automotive engine and automobile assembly plants, petrochemical industrial plant, radio and television parts and accessories factory, refractory brick and refractory material factory and other factories for the benefit of the Company and/or in order to promote the Company's objectives.
- (18) To engage in business concerning transportation and carriage of goods and passengers by land, air and water, acquiring ownership of ships registered as Thai ships under the law governing Thai ships, or ships registered under any other laws, local and international tourism and hotels, as well as rendering of customs clearance services and freight arrangement services for carriers or shippers
- (19) To engage in business as construction contractor, designer, undertaking consultant services on construction works and works concerning general building materials, and to undertake construction of buildings and other things, as well as all kinds of civil work.
- (20) To engage in business concerning rendering of services as surety for obligations, liabilities and compliance with contractual obligations of others, including surety services for persons entering or leaving the Kingdom according to the immigration laws, taxes and duties laws and other laws, as well as being surety for another surety of the aforesaid suretyship.

- (21) To provide services in the areas of management, research, seminars, business management, industry, or any academic services to other persons, as well as to engage in business concerning research and rendering academic consultation in accordance with the law on enhancement and conservation of national environmental quality, provided that the operation undertaken to achieve this objective is not against the law governing private institutions of higher education.
- (22) To engage in business concerning rendering of services and advice on transportation and carriage of goods and passenger and other fields, as well as on law, accountancy, engineering, architecture, agriculture, advertising and public relations.
- (23) To engage in service business as counsellor rendering advice on business administration, agriculture, commerce, industry, including production, marketing and distribution problems
- (24) To engage in business concerning rendering of services of collecting, gathering, preparing, printing and distributing of statistical information, information, documents or evidences, as well as analyzing and assessing the business operations of other persons.
- (25) To engage in business concerning hospitals, nursing homes, taking care of patients and the sick, providing teaching and training services in the fields of medicine, nursing, sanitation and public health. Taking care of children, elders and invalids.
- (26) To engage in service business as manager and care taker of beneficial interests, collector of beneficial interests and manager of property for others.
- (27) To engage in business concerning purchasing, selling and exchanging of foreign currencies (subject to having been granted permission from relevant authorities).
- (28) To engage in business concerning bidding for sale of goods and hire of works according to the Company's objectives to individuals, non-juristic body of persons, juristic persons, government sectors and state organizations.
- (29) To act as a broker, agent, commission agent and franchise in connection with all kinds of trades and business, except insurance business, recruitment of members for associations and trading of securities.
- (30) To engage in business concerning trading, importing and exporting of goods relating to construction, industry, commerce, agriculture, or other areas stated in these objectives or related to these objectives.
- (31) To explore, examine, analyse, test, extract, or use any other means in order to obtain mineral ores, raw material or information for use in the production or sale of goods as stated in the Company's objectives, or in order to obtain any material used for or related to business, construction and industry.

- (32) To acquire concessions, mining concessions, patents, copyrights, trademarks, service marks, certification marks, collective marks, designs, manufacturing processes and other rights deemed beneficial to the business of the Company, or other business in which the Company has interest.
- (33) To manage by any means in order to acquire ownership or rights with respect to deposit, either as the deposit or the depositary; hire, either as the hirer or the letter; hire-purchase, either as the hirer or the owner; sell with the right of redemption; mortgage, either as the mortgagor or the mortgagee without accepting deposit or money from individuals and seeking benefits from such money; pledge, either as the pledgor or pledgee; exchanged or dispose of any property, including its interests, for the business of the Company, or other business in which the Company has interest, except credit foncier business under the law governing finance, securities and credit foncier business.
- (34) To obtain loans or overdrafts, or acquire funds through any means deemed appropriate by the Board of Directors for the benefit of the business of the Company, or other business in which the Company has interest, as well as to guarantee loans obtained by the Company, or such other business, by means of pledging, mortgaging the Company's property, or by any other means.
- (35) To draw, issue, receive, transfer, certify or endorse bills, or other financial negotiable instruments, including guarantee bonds, for the benefit of the business of the Company or any other business in which the Company has interest, except banking business under the law governing commercial banking business; finance and credit foncier business under the law governing finance, securities and credit foncier business; and securities business under the law governing securities and exchange, unless permitted by law.
- (36) To give loans, or commercial credit terms, guarantee debts, or give credit in any other manner, with or without security, for the direct or indirect benefit of the Company's business or other business in which the Company has interest, except banking, finance and credit foncier business.
- (37) To engage in business concerning purchasing, selling, exchanging of shares, debentures and other securities under the law governing securities and exchange in the Securities Exchange.
- (38) To donate, give, or dispose of by any means, money or property for public charity purposes, or for the purpose of upholding the status and reputation of the Company and other business in which the Company has an interest.
- (39) To advertise, to publicise, or to do by any means, in order to promote goods, reputation, fame and any other business in which the Company has an interest, whether it is for the Company's own benefit, or for the benefit of the business.

- (40) To set up branches, or appoint agents both in the Kingdom and abroad.
- (41) The Company may issue shares at a price equivalent to, higher, or lower than the set par value in accordance with the provisions of the law governing public limited companies.
- (42) To issue and offer for sale its shares, debentures, all kinds of securities, all kinds of warrants, bills of exchange, or any other instruments, whether in the form permitted, or prescribed, or to be prescribed later by the law governing public limited companies, the law governing securities and exchange, or any other laws to offer for sale to the shareholders, public or any persons.
- (43) To conduct all kinds of survey, research, and development related to all types of businesses in the objectives, and other businesses related to or in continuation of or promoting all types of businesses in the objectives.
- (44) To engage in service business as counsellor rendering all kinds of services on intellectual property; including complete services of research, development, and innovation; ownership; disposition; permission to use intellectual property; trade secret information; and research of all kinds.
- (45) To engage in service business concerning telecommunication, communication, internet, and digital.
- (46) To engage in business concerning all types of e-commerce related to all types of businesses in the objectives, and other businesses related to or in continuation of or supporting all types of businesses in the objectives, including services of internet search; rendering consultation and advice on e-commerce system setup to general entrepreneurs; developing e-commerce system; systematizing administration, distribution, marketing, payment system, product transportation, buying and selling, retailing, and wholesaling; as well as other operations related to or supporting e-commerce business, provided that it is not direct selling or direct marketing business under the Direct Selling and Direct Marketing Act B.E. 2545 and further amendment.
- (47) To engage in business concerning development, sale, licensing, and handling by any means of software, application software, or other similar technologies, including sale, sales promotion, distribution, and data collection via electronic media.
- (48) To engage in business as contractor and service provider of payment systems or payment methods via electronic channels, including via internet, mobile phone, and all kinds of communication devices; payment methods via any device or network; e-money; paying agent; or any other kinds of electronic payment permitted by relevant authorities; and to engage in business related to or resulting from rendering services of electronic payment.

- (49) To engage in business concerning searching and collecting data, as well as opinion polls, whether in private or public, all of which shall be conducted and distributed via computer databases or internet connection.
- (50) To allocate lands for industrial, commercial, agricultural, and residential uses.
- (51) To engage in business concerning waste management, including rendering services of management, disposal, treatment, and recycling of sewage or unused industrial material, and waste of all kinds, whether in the solid, liquid, and gas form, as well as processing the aforesaid waste into alternative fuel or other products, and engaging in relevant business.
- (52) To engage in business concerning warehouse, silo, or cold storage, provided that the aforesaid business is permitted by Department of Internal Trade.
- (53) To enter into a contract to control and prevent risks arising from the fluctuation of foreign exchange rates, interest rates, raw material prices, and products.
- (54) To engage in business concerning support services listed below for its enterprises or branches, whether they are located in the Kingdom or abroad.
  - a. General management, business planning, and business coordination
  - b. Procurement of raw materials and parts
  - c. Product research and development
  - d. Technical support
  - e. Marketing and sales promotion
  - f. Human resource and regional training
  - g. Financial consultation
  - h. Analysis and research on economy and investment
  - i. Credit management and control
  - j. Services of warehouse, silo, or cold storage, provided that it is permitted by Department of Internal Trade
  - k. Services of packaging and logistics
  - l. Other services stated in the Company's objectives
- (55) To engage in business concerning the provision of comprehensive laboratory and field work services in sampling, inspecting, testing, analyzing, exploring, researching, examining and certifying quality for products, by-products, raw materials, processes, and production waste, including the provision of environmental monitoring and industrial measurement and instrument calibration services.