

**Information on the Bank's Articles of Association regarding
the shareholders' meeting, voting and vote counting**

1. The Bank's Articles of Association regarding the shareholders' meeting

Proxy

Article 34. Shareholders have the right to attend and vote at the meeting of shareholders. They may assign proxies who have come of age to attend the meeting and vote on their behalf. The appointment of a proxy has to be made in writing in the form specified by the registrar bearing the signatures of the assignor and the assignee. The instrument of the appointment has to be submitted to the chairman of the Board of Directors or the person designated by the chairman, at the place of the meeting, before the proxy's attendance of the meeting.

Quorum

Article 35. At a general meeting of shareholders, in order to constitute a quorum, there shall be shareholders and proxies (if any) present at the meeting in a number of at least twenty-five persons and representing altogether not less than one-third of the total number of shares sold.

In the event that after the lapse of one hour from the time fixed for any general meeting of shareholders, the number of shareholders present is still not enough to form a quorum as specified in paragraph 1 and if such general meeting of shareholders has been requested by the shareholders, such meeting shall be cancelled. If the meeting of shareholders has not been called at the shareholders' request, the meeting shall be called again. In the latter case, notices calling the meeting shall be sent to the shareholders at least seven days before the meeting. At the second meeting, a quorum is not needed.

Meeting procedures

Article 36. The chairman of the Board of Directors shall be the chairman of the general meeting of shareholders. If the chairman is absent or is unable to perform his duties, and if a vice-chairman is present, he shall perform as chairman. If there is no vice-chairman or if there is one but he is unable to perform his duties, the shareholders shall elect one among them to be chairman of that general meeting.

Article 37. The chairman of the general meeting of shareholders has the duty to conduct the meeting in compliance with the law and Articles of Association regarding the meeting and in the order of the agenda stated in the notices calling a meeting, unless the meeting passes a resolution changing the order of priority in the agenda with a vote of not less than two-thirds of the number of the shareholders attending the meeting.

Voting

Article 38. Unless otherwise stipulated by the Articles of Association or by the law, the decision made or the resolution passed at the general meeting of shareholders shall be by the majority vote of the shareholders who attend the meeting and have voting rights. For the purpose of voting, each share shall be counted one vote. In the event of a tie of votes, the chairman of the meeting shall have a casting vote.

If any shareholder has interests in any matter on which the meeting shall pass resolution, he shall not be entitled to vote on such matter, except to vote on election of directors.

In case any shareholder holds more than five percent of the total number of shares sold without having been allowed to do so under the law, he shall only be entitled to

vote at the general meetings of shareholders on account of the portion of shares that is not in excess of five percent of the total number of shares sold or not in excess of the ratio prescribed by the law.

Article 38 bis. Unless otherwise stipulated by the law, a resolution of the shareholders' meeting concerning the following matters shall be passed by the votes of not less than three-fourths of the total votes of the shareholders attending the meeting and having voting rights:

(1) Sale or transfer of the whole or a substantial part of the Company's business to other persons;

(2) Purchase or acceptance of the transfer of business from other public companies or private companies to the Company;

(3) Conclusion, amendment or termination of contracts relating to the lease of the whole or a substantial part of the business of the Company; assignment to any other persons to undertake the business of the Company; or consolidation of business with other persons with the objective of profit and loss sharing;

(4) Increase of registered capital through issuance of new shares;

(5) Decrease of registered capital through reduction of par value of each share or the number of shares, but to the extent not lower than that prescribed by the law;

(6) Borrowing through issuance of debentures to the public;

(7) Amalgamation of the Company with other public or private companies;

(8) Dissolution of the Company; and

(9) Amendment to the Memorandum of Association or the Articles of Association of the Company.

Election of directors

Article 16. Election of directors shall be effected in accordance with the following rules and procedures:

(1) Each shareholder shall have one vote for each share held.

(2) Each shareholder shall cast all the votes he has in accordance with (1) to elect one or several directors as deemed proper by the meeting but each shareholder may not divide his votes into portions and give them to various candidates.

(3) The candidates who receive the highest number of votes in their respective order of votes shall be elected as directors in the number equal to the number of the directors of the Company or the number of the directors to be elected at such meeting. In the event of a tie of votes which causes the number of candidates to be elected to exceed the number of directors of the Company or the number of the directors to be elected at such meeting, the chairman of the meeting shall have a casting vote.

Article 17. At every annual ordinary general meeting of shareholders, one-third of the total number of the directors of the Company shall retire. If the number of directors cannot be equally divided into three parts, the number of directors closest to one-third shall retire.

The directors to retire from their office in the first and second years following the registration of the Company shall, unless otherwise agreed, be determined by drawing lots. In any subsequent years, the directors who have been in office the longest shall retire.

Retired directors may be re-elected.

2. Voting rules

The resolution of the 2008 Annual General Meeting of Shareholders shall be passed by the majority vote of the shareholders who attend the Meeting according to Article 38 of the Articles of Association, except for **Agenda No.7** regarding the issuance and offering of debentures of the Bank, and **Agenda No. 8** regarding the entering into the connected transaction between the Bank and connected person of the Bank, which are subject to a vote of at least three-fourths of the total votes of the shareholders attending the meeting and having voting rights in accordance with the Public Limited Companies Act and Article 38 bis. of the Articles and Association of the Bank.

3. Vote counting

3.1 In the voting, each share shall be counted one vote.

3.2 Chairman of the Meeting will request the shareholders' consideration and voting on each Agenda by inquiring whether any shareholders object or abstain from voting.

- The shareholders who object or abstain shall so indicate by a show of hand and marking in the voting cards that they have obtained upon registration to attend the meeting. Chairman of the Meeting shall then assign the officers to collect those voting cards for counting of votes. The vote counting shall be monitored and verified by vote counting referees who are representatives of the shareholders. Shareholders who have not indicated whether to object or abstain in the voting cards shall be deemed to have approved the proposed Agenda.

In any of the following incidents, the voting cards shall be deemed as void and votes thereon shall not be counted:

- 1) Voting cards that are received after voting result on any such Agenda has been announced.
- 2) Voting cards on which number of votes exceeds eligible votes.
- 3) Voting cards that are crossed out without signature or voted otherwise.

- In the event that there are no shareholders showing hand to object or abstain, it shall be deemed that the meeting gives unanimous approval of the proposed Agenda, except where the shareholders have already marked in the proxy forms showing an intention to object or abstain, which have already been counted in the voting on any such Agenda.

3.3 For the shareholders who have assigned a proxy to attend the meeting on their behalf and have already indicated their votes in the proxy forms, the Bank shall record those votes in advance after the proxies have registered to attend the meeting. In this case, the proxies do not have to vote in the voting cards at the meeting again. The said votes shall then be combined with the votes cast in the meeting on any such Agenda.

3.4 For the voting result on each Agenda, the Bank shall count the votes cast by the shareholders in the meeting and the votes indicated in the proxy forms that have been recorded in advance, and shall then deduct those counted votes from the total number of shares of the shareholders present and entitled to vote on each Agenda.

Chairman of the Meeting shall announce the voting results on each Agenda to the Meeting after voting on each Agenda has been completed and the officers have finished voting result processing. The results of votes announced shall be divided into approval, objection, abstention and invalid cards in both number and percentage.