

### **Article13**

#### **Quorum And Resolutions Of The Meeting**

1. Resolutions of the Board of Commissioners Meeting shall be adopted through deliberation and consensus among the attending members. In the event that deliberation and consensus cannot be reached, resolutions shall be adopted by voting, based on the affirmative votes of more than 1/2 (one-half) of the total votes cast at the meeting.
2. In each Board of Commissioners Meeting, every Commissioner shall be entitled to cast 1 (one) vote and an additional 1 (one) vote for each member of the Board of Commissioners whom he/she validly represents at the meeting.
3. Each Commissioner present at the meeting or represented therein must cast a vote (abstention is not permitted).
4. A Commissioner who is unable to attend may submit his/her opinion in writing, duly signed, and deliver it to the President Commissioner or to another Commissioner who will chair the Meeting, stating whether he/she supports or does not support the matter to be discussed, and such opinion shall be deemed a valid vote cast in the Board of Commissioners Meeting.
5. Voting on matters concerning individuals shall be conducted by closed, unsigned ballots, while voting on other matters shall be conducted orally, unless the Chair of the Meeting decides otherwise without any objection from the majority of those present.
6. In the event that the number of affirmative and dissenting votes is equal, the decision shall be postponed for further deliberation. If, after such deliberation, the number of affirmative and dissenting votes remains equal, the decision shall be determined by the Chair of the meeting. The result of the decision shall be valid and binding for all members of the Board of Commissioners.
7. The Board of Commissioners may also adopt valid decisions without convening a Board of Commissioners Meeting, provided that all members of the Board of Commissioners have given their written approval on all proposals and have signed the said approval.
8. A decision made in this way shall hold equal authority and binding effect as a resolution taken during a formal meeting of the Board of Commissioners.
9. Each member of the Board of Commissioners who, either directly or indirectly and in any manner whatsoever, has a personal interest in a transaction, contract, or proposed contract in which the Company is a party, must declare the nature of such interest at a meeting of the Board of Commissioners and shall not be entitled to vote on matters relating to such transaction or contract.

### **Article 14**

#### **Minutes Of Meeting**

1. All matters discussed and resolved in the Board of Commissioners Meeting shall be documented in the Minutes of Meeting, which must be signed by all attending participants.
2. Any dissenting opinion expressed during the Board of Commissioners Meeting shall be clearly recorded in the Minutes of Meeting, along with the underlying reasons.
3. The minutes of the meeting that have been signed as referred to in paragraph (1) shall be distributed to all Commissioners for Board of Commissioners meetings, and to all Commissioners and Directors for joint meetings.
4. Each member of the Board of Commissioners is entitled to receive a copy of the minutes of the Board of Commissioners' meeting, regardless of whether or not they attended the said meeting.