

## Proxy Form C

(For foreign shareholders for which custodian in Thailand is appointed)

Made at \_\_\_\_\_

Date \_\_\_\_ Month \_\_\_\_ Year \_\_\_\_

(1) I/We \_\_\_\_\_ Nationality \_\_\_\_\_

Residing at No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-District \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postcode \_\_\_\_\_

as being the custodian of \_\_\_\_\_

being a shareholder of Carabao Group PCL, holding the shares in the total amount of \_\_\_\_\_ share (s)

and having voting rights equivalent to \_\_\_\_\_ vote(s), the details of which are as follows:

ordinary share \_\_\_\_\_ share(s), having voting rights equivalent to \_\_\_\_\_ vote(s)

preferred share \_\_\_\_\_ share(s), having voting rights equivalent to \_\_\_\_\_ vote(s)

(2) hereby authorize

(1) \_\_\_\_\_ Age \_\_\_\_\_

Residing at No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-District \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postcode \_\_\_\_\_ or

(2) \_\_\_\_\_ Age \_\_\_\_\_

Residing at No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-District \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postcode \_\_\_\_\_ or

(3) \_\_\_\_\_ Age \_\_\_\_\_

Residing at No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-District \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postcode \_\_\_\_\_ or

anyone of the above as my/our proxy to attend and vote on my behalf at the Annual General Meeting of Shareholders Year 2018, which will be held on April 25, 2018 at 2.00 p.m. at 3<sup>rd</sup> floor 393 Silom Building, No. 393 Silom Road, Silom Sub-district, Bangrak District, Bangkok, Thailand or on any date and at any postponement thereof.

(3) I/we authorize the proxy to attend the meeting and votes are as follows:

Grant proxy the total amount of shares holding and entitled to vote

Grant partial shares of

ordinary share \_\_\_\_\_ share(s), having voting rights equivalent to \_\_\_\_\_ vote(s)

preferred share \_\_\_\_\_ share(s), having voting rights equivalent to \_\_\_\_\_ vote(s)

Total voting rights \_\_\_\_\_ vote(s)

(4) I/we hereby authorize the proxy to vote on my behalf at this meeting as follows:

Agenda 1: To consider adopting minutes of the Annual General Meeting of Shareholders 2017 (A) The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.

(B) The Proxy shall vote in accordance with my intention as follows:

Approve                       Disapprove                       Abstain

Agenda 2: To acknowledge the results of operation of the company during the year 2017

Agenda 3: To consider approving the financial statements and auditor's report for the year ended as of December 31, 2017

(A) The proxy is entitled to consider and vote on my/our behalf as deem appropriate.

(B) The proxy shall vote in accordance with my intention as follows:

Approve                       Disapprove                       Abstain

Agenda 4: To consider approving the dividend payment for the results of the operation in the year 2017.

(A) The proxy is entitled to consider and vote on my/our behalf as deem appropriate.

(B) The proxy shall vote in accordance with my intention as follows:

Approve                       Disapprove                       Abstain

Agenda 5: To consider appointment of directors replacing the one who retires on his or her terms

(A) The proxy is entitled to consider and vote on my/our behalf as deemed appropriate.

(B) The proxy shall vote in accordance with my intention as follows:

To elect directors who retire as a whole

Approve                       Disapprove                       Abstain

To elect each director who retire individually

1. Mrs. Saowanee Kamolbutr

Approve                       Disapprove                       Abstain

2. Mr. Kamoldist Smuthkochorn

Approve                       Disapprove                       Abstain

3. Mr. Romtham Setthasit

Approve                       Disapprove                       Abstain

Agenda 6: To consider fixing the directors' remuneration for the year 2018 and the directors' bonus for the performance year 2017

(A) The proxy is entitled to consider and vote on my/our behalf as deem appropriate.

(B) The proxy shall vote in accordance with my intention as follows:

Approve                       Disapprove                       Abstain

Agenda 7: To consider appointment of Auditor and fixing the auditor remuneration for the year 2018

(A) The proxy is entitled to consider and vote on my/our behalf as deem appropriate.

(B) The proxy shall vote in accordance with my intention as follows:

Appointment of Auditor for the year 2016 and fixing the auditor remuneration

Approve                       Disapprove                       Abstain

Agenda 8: To consider issue of debenture

- (A) The proxy is entitled to consider and vote on my/our behalf as deem appropriate.
- (B) The proxy shall vote in accordance with my intention as follows:
  - Approve
  - Disapprove
  - Abstain

(5) Voting of the proxy in any agenda that is not specified in this proxy shall be considered as invalid and not my/our voting as a shareholder.

(6) In case I/we have not declared a voting intention in any agenda or my/our determination is not clear or in case the meeting considers or passes resolutions in any matters apart from those agendum specified above, including the case that there is any amendment, modification or addition of any fact, the proxy shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

Any business carried on by the proxy in the said meeting, except the proxy does not vote as I/we specify in the proxy form, shall be deemed as having been carried out by myself/ourselves in all respects.

Signature	Authorizer	Signature	Proxy
_____		_____	
(.....)		(.....)	
Signature	Proxy	Signature	Proxy
_____		_____	
(.....)		(.....)	