

## Proxy Form B

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

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

(1) I/We \_\_\_\_\_ Nationality \_\_\_\_\_  
 Residing at \_\_\_\_\_ Road \_\_\_\_\_ Tambol/Khwaeng \_\_\_\_\_  
 Amphur/Khet \_\_\_\_\_ Province \_\_\_\_\_ Postcode \_\_\_\_\_

(2) being a shareholder of Tirathai PCL, holding a total number of \_\_\_\_\_ Shares  
 and having rights to vote 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)

(3) hereby authorize

1. \_\_\_\_\_ Age \_\_\_\_\_  
 Residing at \_\_\_\_\_ Road \_\_\_\_\_ Tambol/Khwaeng \_\_\_\_\_  
 Amphur/Khet \_\_\_\_\_ Province \_\_\_\_\_ Postcode \_\_\_\_\_ or

2. \_\_\_\_\_ Age \_\_\_\_\_  
 Residing at \_\_\_\_\_ Road \_\_\_\_\_ Tambol/Khwaeng \_\_\_\_\_  
 Amphur/Khet \_\_\_\_\_ Province \_\_\_\_\_ Postcode \_\_\_\_\_ or

3. \_\_\_\_\_ Age \_\_\_\_\_  
 Residing at \_\_\_\_\_ Road \_\_\_\_\_ Tambol/Khwaeng \_\_\_\_\_  
 Amphur/Khet \_\_\_\_\_ Province \_\_\_\_\_ Postcode \_\_\_\_\_

☐ 4. Mr. Sermakool Klaikaew Independent Director Age 62 years  
 Residing at 48/109 Soi 2/1 Phetwattana Village, Village No. 6, Liab Klong Prapa Road  
 Ban Mai Subdistrict, Pak Kret District, Nonthaburi 11120 or

☐ 5. Mr. Singha Nikornpun Independent Director Age 67 years  
 Residing at 89/302 Thedsaban Songkro Soi 2 Yake 6 Road, Khwaeng Ladyao,  
 Khet Chatujak, Bangkok 10900 or

☐ 6. Mr. Somchai Rojrungwasinkul Independent Director Age 64 years  
 Residing at 128 Moo4, Soi Chimplee 20, Khwaeng Chimplee,  
 Khet Talingchan, Bangkok. 10170

any one of the above as my/our proxy holder to attend and vote on my behalf at the Annual General Meeting of Shareholders for the year 2021 which will be held on April 27, 2021 at 10.00 a.m. At Tirathai Public Company Limited, located at 516/2 Moo 2 Bangpoo Industrial Estate (Soi 1B), Sukhumvit Road, Tambon Bangpoomai, Muangsamutprakarn, Samutprakarn or on any date and at any postponement thereof

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

☐ **Agenda 2: To Consider Approving the Minutes of the Annual General Meeting of Shareholders for the year 2020.**

☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

☐ (b) The proxy holder shall vote in accordance with my wish as follows:

☐ Approve ☐ Disapprove ☐ Abstain

☐ **Agenda 4: To consider approving Financial Statement for year ended 31 December 2020.**

☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

☐ (b) The proxy holder shall vote in accordance with my wish as follows:

☐ Approve ☐ Disapprove ☐ Abstain

☐ **Agenda 5: To consider and approve the dividend payment for the year 2020.**

☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

☐ (b) The proxy holder shall vote in accordance with my wish as follows:

☐ Approve ☐ Disapprove ☐ Abstain

☐ **Agenda 6: To consider the election of directors to replace those retiring by rotation.**

☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

☐ (b) The proxy holder shall vote in accordance with my wish as follows:

☐ **Vote for all the nominated candidates as a whole**

☐ Approve ☐ Disapprove ☐ Abstain

☐ **Vote for an individual nominee**

Name Mr. Annop Tagajarin

☐ Approve ☐ Disapprove ☐ Abstain

Name Mr. Sumpun Vongphan

☐ Approve ☐ Disapprove ☐ Abstain

Name Mr. Ampornrat Poolcharoen

☐ Approve ☐ Disapprove ☐ Abstain

Name Mr. Tai Chong Yih

☐ Approve ☐ Disapprove ☐ Abstain

☐ **Agenda 7: To consider and approve the remuneration of directors for the year 2021.**

☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

☐ (b) The proxy holder shall vote in accordance with my wish as follows:

☐ Approve ☐ Disapprove ☐ Abstain

☐ **Agenda 8: To consider the appointment and the fixing of remuneration of auditor for the year 2021.**

☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

☐ (b) The proxy holder shall vote in accordance with my wish as follows:

☐ Approve ☐ Disapprove ☐ Abstain

☐ **Agenda 9: To consider and approved the amendment of the Company's objectives.**

☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

☐ (b) The proxy holder shall vote in accordance with my wish as follows:

☐ Approve ☐ Disapprove ☐ Abstain

☐ **Agenda 10: To consider and approve the amendment of Clause 3 of the Memorandum of Association of the Company**

☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

☐ (b) The proxy holder shall vote in accordance with my wish as follows:

☐ Approve ☐ Disapprove ☐ Abstain

☐ **Agenda 11: To consider other matters. (if any)**

☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

☐ (b) The proxy holder shall vote in accordance with my wish as follows:

☐ Approve ☐ Disapprove ☐ Abstain

(5) Voting of the proxy holder 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 agenda specified above, including the case that there is any amendment, modification or additional of any fact, the proxy holder shall have the right to consider and vote as to his/her consideration.

Any business carried on by the proxy holder in the said meeting, except the proxy holder 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.

Signed \_\_\_\_\_ Grantor  
( \_\_\_\_\_ )

Signed \_\_\_\_\_ Proxy  
( \_\_\_\_\_ )

Signed \_\_\_\_\_ Proxy  
( \_\_\_\_\_ )

Signed \_\_\_\_\_ Proxy  
( \_\_\_\_\_ )

- Notes: 1. A shareholder shall appoint only one proxy holder to attend and vote at the meeting. A shareholder may not split share and appoint more than one proxy holder in order to split vote.
2. In agenda regarding the election of directors, the ballot can be either for all the nominated candidates as a whole or for an individual nominee.
3. In case that there any further agenda apart from specified above brought into consideration in the meeting, the proxy holder may use the Annex attached to Proxy Form B.

## Annex attached to the Proxy From B

The proxy of the shareholder of Tirathai Public Company Limited

At the Annual General Meeting of Shareholders for the year 2021 which will be held on April 27, 2020 at 10.00 a.m., . At Tirathai Public Company Limited, located at 516/2 Moo 2 Bangpoo Industrial Estate (Soi 1B), Sukhumvit Road, Tambon Bangpoomai, Muangsamutprakarn, Samutprakarn or on any date and at any postponement thereof,

- ☐ Agenda \_\_\_\_\_ Subject \_\_\_\_\_
- ☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

- ☐ Agenda \_\_\_\_\_ Subject \_\_\_\_\_
- ☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

- ☐ Agenda \_\_\_\_\_ Subject Election of Directors (Cont.)

Name \_\_\_\_\_

☐ Approve ☐ Disapprove ☐ Abstain

Name \_\_\_\_\_

☐ Approve ☐ Disapprove ☐ Abstain

Name \_\_\_\_\_

☐ Approve ☐ Disapprove ☐ Abstain

Name \_\_\_\_\_

☐ Approve ☐ Disapprove ☐ Abstain

- ☐ Agenda \_\_\_\_\_ Subject \_\_\_\_\_
- ☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

- ☐ Agenda \_\_\_\_\_ Subject \_\_\_\_\_
- ☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

- ☐ Agenda \_\_\_\_\_ Subject \_\_\_\_\_
- ☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

**Name of Independent Directors as the proxy**

**1.**

<b>Name</b>	: <b>Mr. Sermsakool Klaikaew</b>
Type of Director	: Independent Director/Audit Committee
Age	: 62 years
Nationality	: Thai
Address	: 48/109 Soi 2/1 Phetwattana Village, Village No. 6, Liab Klong Prapa Road Ban Mai Subdistrict, Pak Kret District, Nonthaburi 11120
Have/no have conflict of interest in any agenda of the AGM 2019	: Yes, as follows: : Agenda 7: To consider approving remuneration of director for the year 2021 (Annex 5)

**2.**

<b>Name</b>	: <b>Mr. Singha Nikornpun</b>
Type of Director	: Independent Director/Audit Committee
Age	: 67 years
Nationality	: Thai
Address	: 89/302 Thedsaban Songkro Soi 2 Yake 6 Road, Khwaeng Ladyao, Khet Chatujak, Bangkok 10900
Have/no have conflict of interest in any agenda of the AGM 2019	: Yes, as follows: : Agenda 7: To consider approving remuneration of director for the year 2019 (Annex 5)

**3.**

<b>Name</b>	: <b>Mr. Somchai Rojrungrasinkul</b>
Type of Director	: Independent Director/Audit Committee
Age	: 64 years
Nationality	: Thai
Address	: 128 Moo4, Soi Chimplee 20, Khwaeng Chimplee, Khet Talingchan, Bangkok. 10170
Have/no have conflict of interest in any agenda of the AGM 2019	: Yes, as follows: : Agenda 7: To consider approving remuneration of director for the year 2019 (Annex 5)

## **Guidelines for Proxy Appointment, Registration, and Identification Documents Required to Attend and Vote in the General Meeting of Shareholders**

### Appointment of Proxy

The company has dispatched Proxy Form B, as specified by the Department of Business Development, Ministry of Commerce, with clear details, to any shareholders who are unable to attend the Meeting themselves, in order to appoint by the following procedures:

1) Proxy may be granted to any person as the shareholder desires or any Company's independent director by indicating the name and details of such person to be appointed as proxy or indicating a mark in front of the independent director's name as stated in the Proxy Form. Only one person can be appointed as proxy to participate in the meeting.

2) Baht20 duty stamp shall be affixed, crossed out and dated the date of execution of such proxy for validity and legal binding effect, in respect of which the Company will facilitate in affixing the duty stamp for the proxy during the registration to attend the meeting.

3) The original of the proxy together with supporting documents if any, made to material contents therein must be duly initialed by the grantor and shall be delivered by mail to the Company Secretary Office, by April 26, 2021 or at least one hour prior to the commencement of the meeting time to spare time for the Company's officials to examine the documents and complete it before the meeting time.

The shareholder shall grant a proxy to only one person to attend the meeting and cast the votes. Allocation of shares to several proxies to split the votes in the meeting is not allowed.

### Registration to Attend the Meeting

Registration for participating in the Annual General Meeting will begin more than 2 hour before the Meeting's time start from 08.00 a.m. onwards, At Tirathai Public Company Limited, located at 516/2 Moo 2 Bangpoo Industrial Estate (Soi 1B), Sukhumvit Road, Tambon Bangpoomai, Muangsamutprakarn, Samutprakarn,. The Company's map is attached (Annex 9).

### Documents Verifying Eligibility to Attend the Meeting

Participants are requested to produce the following documents before attending the meeting (as the case may be). However, the company reserves the right to waive any of these requirements for some of the shareholders on a case-by-case basis, at the company's sole discretion.

#### Attendance of Meeting in Person

Please present the original identification card, government official identification card or passport (in case of foreign shareholders) for registration. In the event of change of name-last name, evidence certifying such change must also be presented.

#### Supporting Documents for the Appointment of Proxy

##### (1) In case of individual grantor:

The grantor must submit and the proxy must present the following documents:

- Form of proxy signed by the grantor.
- Copy of grantor identification card, government official identification card or passport (in case of foreign appointer) which must be certified true and correct by the grantor.
- The proxy must present his/her original identification card, government official identification card or passport (in case of foreign proxy) for the purpose of registration.

(2) In case of juristic person grantor:

The grantor must submit and the proxy must present the following documents:

- Form of proxy signed by a person authorized to sign to bind the juristic person according to its Affidavit, with the seal of the juristic person affixed (if any).
- In case that the grantor is a juristic person registered in Thailand, please submit a copy of Affidavit for no longer than 30 days certified true and correct by a person authorized to sign to bind such juristic person with the seal of the juristic person affixed (if any).
- In case the grantor is a juristic person registered abroad, please submit a copy of the constitutional document issued by competent authority in the country where the Juristic person is located, and certified by a notary public or other competent authority for no longer than 3 months.
- For a foreign juristic person, if an original of any document is not in the English language, the English translation thereof must be prepared and attached. Such translation must also be certified true and correct by a person authorized to sign to bind the juristic person.
- The proxy must present his/her original identification card, government official identification card or passport (in case of foreign proxy) for the purpose of registration.

Voting Procedure

1. Shareholders attending the Meeting in person can cast vote as they wish on the ballots handed to them at the time of registration.
2. In case of proxy, if the grantors **do not declare their voting intention** in the proxy form. The proxy holder shall be entitled to consider and resolve in lieu of those grantors in all respects as deemed appropriate. The proxy holder can cast vote as they wish on the ballots handed to them at the time of registration.
3. In case of proxy, if the grantors **do declare their voting intention** in the proxy form. The proxy holders should submit the said proxy form to our staff for registration and casting the vote as specified by the grantors. The voting intention will be counted with the votes that the shareholders have in advance given proxy to the independent directors.
4. The Chairman will inform the Meeting of all voting results in each agenda. The votes as counted will include all votes per directions of all shareholders that appointed proxies. Each agenda will use the last number of shares under possession of shareholders present in the Meeting.