



Stamp duty

20 Baht

## Proxy Form C.

(For foreign shareholders who have custodians in Thailand only)

Written at \_\_\_\_\_

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

(1) I/ We \_\_\_\_\_ Nationality \_\_\_\_\_ Address no. \_\_\_\_\_

Road \_\_\_\_\_ Sub-District \_\_\_\_\_ District \_\_\_\_\_

Province \_\_\_\_\_ Zip Code \_\_\_\_\_ Country \_\_\_\_\_

In position of business is who are deposit and take care of share (Custodian) with to being a shareholder of SiS Distribution (Thailand) Public Company Limited, shareholding in the total amount of \_\_\_\_\_ shares and the voting right equal to \_\_\_\_\_ votes as follow

- Ordinary share \_\_\_\_\_ shares and the voting right equal to \_\_\_\_\_ vote
- Preferred share \_\_\_\_\_ shares and the voting right equal to \_\_\_\_\_ vote

(2) Hereby appoint

 1. \_\_\_\_\_ age \_\_\_\_\_ year

Address no. \_\_\_\_\_ Road \_\_\_\_\_ Sub-District \_\_\_\_\_ District \_\_\_\_\_

Province \_\_\_\_\_ Zip Code \_\_\_\_\_ Country \_\_\_\_\_

 2. **Ms. Sudaporn Tawapee** as the Company's independent director **age** 52 years

Address: No. 9, Pakin Building, 9th Floor, Room 901, Ratchadapisek Road, Dindaeng, Bangkok 10400, Thailand

 3. **Mr. Panuwat Chalongkuamdee** as the Company's independent director **age** 41 years

Address: No. 9, Pakin Building, 9th Floor, Room 901, Ratchadapisek Road, Dindaeng, Bangkok 10400, Thailand

Anyone of the above as my/our proxy holder to attend and vote at the 2023 Annual General Meeting of the Shareholders on April 21<sup>st</sup>, 2023, at 14:00 hrs. via E – Meeting or on the date, times and at the venue as may be postponed or changed.

Remark

1. A shareholder shall appoint only one proxy holder to attend and vote at the Meeting. A shareholder may not appoint more than one proxy holder, each with the voting right in respect of a certain portion of shares.
2. In agenda regarding the election of directors, Shareholder can elect all of directors or each of directors



(3) I / We hereby authorize the proxy holder to vote on my / our behalf in this meeting as follows

- (a) To vote based on the total number of shares held by me/us to which I/We am/are entitled
- (b) To split the votes as follows
- Ordinary share \_\_\_\_\_ shares and the voting right equal to \_\_\_\_\_ votes
- Preference share \_\_\_\_\_ shares and the voting right equal to \_\_\_\_\_ votes
- Total entitle to voting right \_\_\_\_\_ votes

(5) I / We hereby authorize the proxy holder to vote on my/our behalf in this meeting as follows:

**Agenda 1 The matter announced by The Chairman. (No vote in this agenda)**

**Agenda 2 To consider and acknowledge the 56-1 One Report and the Board of Directors report on the Company's performance for the year 2022. (No vote in this agenda)**

**Agenda 3 To consider and approve the audited Financial Statements for the year ended December 31<sup>st</sup>, 2022.**

- (a) The proxy holder shall vote independently as to his/ her consideration.
- (b) The proxy holder shall vote according to my intention as follows:
- Agree                       Disagree                       Abstain

**Agenda 4 To consider and approve the allocation of net profit for the Legal Reserve and Dividend Payment for the year 2023 (From 2022 performance).**

- (a) The proxy holder shall vote independently as to his/ her consideration.
- (b) The proxy holder shall vote according to my intention as follows:
- Agree                       Disagree                       Abstain

**Agenda 5 To consider and approve the election of the Company's directors replacing of the directors who will retire by rotation in 2023.**

- (a) The proxy holder shall vote independently as to his/ her consideration.
- (b) The proxy holder shall vote according to my intention as follows:
- Election of all the nominated directors
- Agree                       Disagree                       Abstain
- Election of each member of nominated director
- Director's name Assoc. Prof. Dr. Rojanasak Chomvilailuk
  - Agree                       Disagree                       Abstain
  - Director's name Mr. Lim Hwee Hai
  - Agree                       Disagree                       Abstain

- Director's name Ms. Lim Hwee Noi
- Agree       Disagree       Abstain



**Agenda 6 To consider and approve the remuneration of Company's and the sub-committees' directors for the year 2023.**

- (a) The proxy holder shall vote independently as to his/ her consideration.
- (b) The proxy holder shall vote according to my intention as follows:
- Agree       Disagree       Abstain

**Agenda 7 To consider and approve the appointment of the Company's Auditor and the Audit Fee of the year 2023.**

- (a) The proxy holder shall vote independently as to his/ her consideration.
- (b) The proxy holder shall vote according to my intention as follows:
- Agree       Disagree       Abstain

**Agenda 8 To consider and approve the amendment of the Company's Articles of Association No. 5, 23, 27, 29 and 45.**

- (a) The proxy holder shall vote independently as to his/ her consideration.
- (b) The proxy holder shall vote according to my intention as follows:
- Agree       Disagree       Abstain

**Agenda 9 Questions and Answers**

- (5) Any votes by the proxy in any agenda not rendered in accordance with my/our intention specified herein shall not be deemed as my/our votes as a shareholder.
- (6) If I/ we do not specify or clearly specify my/our intention to vote in any agenda, or if there is any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any facts, the proxy shall be authorized to consider the matters and vote on my/our behalf as the proxy deems appropriate.

Any action taken by the proxy at the meeting shall, unless the proxy cast the votes not in compliance with my/our intention specified herein, be deemed as being done by me/us in all respects.

Signature \_\_\_\_\_ Shareholder / Proxy Grantor  
( \_\_\_\_\_ )

Signature \_\_\_\_\_ Proxy Holder  
( \_\_\_\_\_ )

Signature \_\_\_\_\_ Proxy Holder  
( \_\_\_\_\_ )

Signature \_\_\_\_\_ Proxy Holder  
( \_\_\_\_\_ )

Remarks:

1. The Proxy form C is applicable only to a shareholder whose name appears in the shareholder registration book as a foreign investor and a custodian in Thailand is appointed, therefore.
2. Evidence of documents required to be attached to the proxy form C are:
  - (1) A Power of Attorney executed by the shareholder authorizing the custodian to execute the proxy form on behalf of such shareholder
  - (2) A letter confirming that the person executing the proxy form has obtained a license for being a custodian
3. A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the votes on its behalf and number of shares held by such shareholder may not be split for more than one proxy to separate the votes.
  4. Either all or each of the members of the Board of the Directors may be appointed in the agenda of appointment and election of the directors.