



**PROXY FORM C (FOR FOREIGN SHAREHOLDER
APPOINTING CUSTODIAN IN THAILAND)**
According to Regulations of the Department of Business Development
Re : Form of Proxy (No.5) B.E. 2550

.....

Written at

Date.....

(1) I/ We Nationality.....
residing/located at No. , Road, Sub-District
District..... , Province , Postal Code.. ..

Acting as the custodian for
Being a shareholder of Project Planning Service Public Company Limited
holding the total amount of..... shares with the voting rights of.....votes as follows;
Ordinary share..... shares with the voting rights of.....votes
Preferred share..... shares with the voting rights of.....votes

(2) Do hereby appoint either one of the following persons:

(1) age years, residing/located
at No. ,Road, Sub-District
DistrictProvince , Postal Code, or

(2) age years, residing/located
at No. ,Road, Sub-District
DistrictProvince , Postal Code, or

(3) age years, residing/located
at No. ,Road, Sub-District
DistrictProvince , Postal Code, or

any one of them as my/our proxy to attend and vote on my/our behalf at the 2019 Annual General Meeting of Shareholders (AGM) to be held on Wednesday April 24, 2019 at 10.00 a.m. at Ballroom room, 3rd floor, The Grand Four Wings Hotel, 333 Srinakarin Road, Huamark, Bangkok, Thailand or such other date, time and place as may be adjourned.

(3) I/ We authorize the proxy holder to attend the meeting and vote are as follows:

Grant Proxy the total amount of shares holding and entitled to vote.

Grant partial shares of:

Ordinary share.....shares, having voting rights equivalent tovotes

Preferred share.....shares, having voting rights equivalent tovotes

Total voting rights.....votes



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

Agenda 1: To consider and adopt the minutes of 2018 Annual General Meeting of Shareholders

(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 2: To acknowledge the Board of Directors' report on the Company's operating results for year 2018 and Company's future business plan.

This agenda is for acknowledgement, voting is not required.

Agenda 3: To consider and approve the balance sheet (statement of financial position) and statement of income for the year ended 31 December 2018.

(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 approve the allocation of the year 2018 net profit as legal reserve.

(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 approve the dividend payment for the year 2018.

(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 approve appointment of the new directors in replacement of those who are due to retire by rotation and appointment of a new director.

(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:
- To elect 2 director for re-appointment as a Company's director
- Approve Disapprove Abstain
- To elect each director individually : Mr. Prasong Tharachai
- Approve Disapprove Abstain
- To elect each director individually : Mr. Tat Thongpakdi
- Approve Disapprove Abstain
- To elect 1 new director as a Company's director
- Approve Disapprove Abstain
- To elect each director individually : Mr. Pisit Saeng-Xuto
- Approve Disapprove Abstain

Agenda 7 : To approve the remuneration of the Company's Board of Directors for year 2019.

- (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 approve the appointment of auditors and fix their remuneration for year 2019.

- (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 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 agendum specified above, including the case that there is any amendment, modification or addition 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 _____ Proxy

(.....)

Signed _____ Proxy

(.....)

Signed _____ Proxy

(.....)

Signed _____ Proxy

(.....)

Remarks:

1. This Proxy Form C. only be used for Shareholders whose names appearing in the foreign investors registration and he/she appointed a custodian in Thailand to be responsible for safeguarding shares only.
2. Documents and evidences to be enclosed with the proxy form are:
 - (1) Power of Attorney from the shareholder authorizes a custodian to sign the Proxy Form on behalf of the shareholder.
 - (2) Letter of certification to certify that the signer in the Proxy Form have a permit to act as a Custodian.
3. A shareholder shall appoint only one proxy holder to attend and vote at the meeting not split shares and appoint more than one proxy holder in order to split votes.
4. In agenda item regarding the election of directors, the ballot can be either for all the directors as a whole or for an individual director.
5. In case that there are any further agenda items apart from specified above brought into consideration in the meeting. the proxy holder may use the Annex attached to Proxy Form C.



Annex attached to the Proxy Form C

The Proxy of the shareholder of Project Planning Service Public Company Limited.

At the 2019 Annual General Shareholder Meeting (AGM) to be held on Wednesday April 24, 2019 at 10.00 a.m. at Ballroom room, 3rd floor, The Grand Four Wings Convention Hotel, 333 Srinakarin Road, Huamark, Bangkok, Bangkok, 10240, Thailand or such other date, time and place as may be adjourned.

Agenda

(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

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Agenda

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

Approve Disapprove Abstain



AgendaTo consider and approve the re-appointment of Directors

Director Name

Approve Disapprove Abstain

Director Name

Approve Disapprove Abstain

Director Name

Approve Disapprove Abstain

Director Name

Approve Disapprove Abstain

Director Name

Approve Disapprove Abstain

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Approve Disapprove Abstain