



(Duty Stamp 20 Baht)

**Proxy Form B.**

(According to shareholder intention for specific item)

Written at.....

Date.....Month.....Year.....

- (1) I/We.....Nationality.....  
Residing at.....Road.....Sub-district.....  
District.....Province.....Postal Code.....

- (2) Being a shareholder of Nawarat Patanakarn Public Company Limited  
Holding the total amount of.....shares and have the rights to vote equal to.....votes  
as follows :

Ordinary share.....shares and have the rights to vote equal to.....votes

Preferred share.....shares and have the rights to vote equal to.....votes

- (3) Hereby appoint

☐ (1). Name.....Age.....Years

Residing at.....Road.....Sub-district.....

District.....Province.....Postal Code.....

☐ (2). Mr. Prasertphand Pipatanakul (Chairman of the Audit Committee, Independent Director)

Age 77 year

Residing at 740 Soi Paholyothin 30, Sub-district Ladyao, District Jatujak, Bangkok.

☐ (3). Mr. Niyom Niyamanusorn (Member of Audit Committee, Independent Director)

Age 80 year

Residing at 84 Soi Sukumvit 65 Sub-district North Pakhanong, District Vadhana, Bangkok.

☐ (4). Mr. Apichart Dharmasaroja (Member of Audit Committee, Independent Director)

Age 60 year

Residing at 87/17 Moo.6, Sub-district Bangkhen, District Muang, Nonthaburi.

Only one of the above, as my/our proxy holder to attend and vote at Annual General Meeting of Shareholders for the year 2012 on April 4, 2012 at 10.00 hours. The meeting venue shall be at Suvarnabhumi A 2<sup>nd</sup> Floor Bangna Towers B Building, 2/3 Moo 14 Bangna-Trad Rd.Km. 6.5, Bangkaew, Bangplee, Samutprakarn. or on the date and at the place as may be postponed or changed.



(4) I/We authorize my/our Proxy to cast the votes according to my/our intention as follow:

Item 1 Consideration of the endorsement of the minutes of the Annual General Meeting of Shareholders for the year 2011 held on May 20, 2011

☐ (a) The proxy holder shall vote independently as to his/her consideration.

☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows.

☐ Approve

☐ Disapprove

☐ Abstain

Item 2 Acknowledgement of the reports on the Company's performance and Consideration of the approval of Balance Sheet and Profit & Loss Statements which has been audited and reported by the auditor for the year ended December 31, 2011

☐ (a) The proxy holder shall vote independently as to his/her consideration.

☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows.

☐ Approve

☐ Disapprove

☐ Abstain

Item 3 To consider to the approval of the allocation of profits and no dividend for 2011 performance year

☐ (a) The proxy holder shall vote independently as to his/her consideration.

☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows

☐ Approve

☐ Disapprove

☐ Abstain

Item 4 Consideration of the number of directors, appointment and election of directors to succeed those retiring upon term completion

☐ (a) The proxy holder shall vote independently as to his/her consideration.

☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows

☐ Vote for all nominee.

☐ Approve

☐ Disapprove

☐ Abstain

☐ Vote for an individual nominee.

1. Mr. Prasertphand Pipatanakul (Independent Director)

☐ Approve

☐ Disapprove

☐ Abstain

2. Mr. Niyom Niyamanusorn (Independent Director)

☐ Approve

☐ Disapprove

☐ Abstain

3. Mr. Sook Sueyanyongsiri (Director)

☐ Approve

☐ Disapprove

☐ Abstain



Item 5 Consideration of the approval of budget for remuneration to be paid to directors during the year 2012

1. Board of Directors total: 2,448,000 Baht as details

Chairman 1 person 504,000 Baht

Director 6 persons each 324,000 Baht

☐ (a) The proxy holder shall vote independently as to his/her consideration.

☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows

☐ Approve

☐ Disapprove

☐ Abstain

2. Audit Committee total: 612,000 Baht as details

Chairman of the Audit Committee 1 person 252,000 Baht

Member of Audit Committee 2 persons each 180,000 Baht

☐ (a) The proxy holder shall vote independently as to his/her consideration.

☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows

☐ Approve

☐ Disapprove

☐ Abstain

Item 6 Consideration of the appointment of company auditors and approval of related audit remuneration budget for the year ended December 31, 2012

Shareholders are recommended to appoint auditors from Ernst & Young Office Limited:

1. Ms. Siraporn Uranantakul C.P.A. License No. 3844 and/or

2. Mr. Termphong Opanaphan C.P.A. License No. 4501 and/or

3. Mr. Khitsada Lerdwana C.P.A. License No. 4958

As company auditors of Nawarat Patanakarn Public Company Limited with the remuneration of not exceed 1,950,000 Baht for the year 2012.

☐ (a) The proxy holder shall vote independently as to his/her consideration.

☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows

☐ Approve

☐ Disapprove

☐ Abstain

Item 7 Consideration to add the Objective in the Company Certificate and to consider to adjust the Memorandum of Association of Company in the Part No. 3 to be consistent with the Company Certificate

☐ (a) The proxy holder shall vote independently as to his/her consideration.

☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows

☐ Approve

☐ Disapprove

☐ Abstain



Item 8 Other topics (if any)

☐ (a) The proxy holder shall vote independently as to his/her consideration.

☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows

☐ Approve

☐ Disapprove

☐ Abstain

(5) Voting in any agenda, that not conform with the proxy as indicate above, Must be considered not correct and not my/our voting as a shareholder.

(6) In the event that I do not instruct how the votes should be cast in any agenda or I instruct unclearly or in the event that the meeting considers or adopts any other matter(s) in addition to the matters specified above, including the case where there is the change of facts or there are additional facts, the proxy shall have the right to consider and cast the votes on my behalf as he deems fit.

Any acts that the proxy does in the meeting shall bind me as if I do the acts by myself.

Signature..... Proxy Grantor  
(.....)

Signature..... Proxy Holder  
(.....)

**Note:**

1. The shareholder appoints the proxy must authorize only one proxy to attend and vote at the meeting. And the casting of the votes of shares cannot be divided to several proxies in order to separate casting of the votes.
2. In agenda regarding the appointment for new directors. The ballot can be either for all the nominated candidates as a whole or for an individual nominee.
3. In case there in any further agenda apart from specified above brought into consideration in the meeting the proxy holder may use the supplemental Proxy Form B



**Supplemental Proxy Form B.**

The Proxy of the Shareholder of Nawarat Patanakarn Public Company Limited In the Annual General Meeting of Shareholders for the year 2012 on April 4, 2012 at 10.00 hours. The meeting venue shall be at Suvarnabhumi A 2<sup>nd</sup> Floor Bangna Towers B Building, 2/3 Moo 14 Bangna-Trad Rd. Km. 6.5, Bangkaew, Bangplee, Samutprakarn. or on the date and at the place as may be postponed or changed.

Item.... Subject.....

- ☐ (a) The proxy holder shall vote independently as to his/her consideration.
- ☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows
- ☐ Approve                      ☐ Disapprove                      ☐ Abstain

Item.... Subject.....

- ☐ (a) The proxy holder shall vote independently as to his/her consideration.
- ☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows
- ☐ Approve                      ☐ Disapprove                      ☐ Abstain

Item.... Subject.....

- ☐ (a) The proxy holder shall vote independently as to his/her consideration.
- ☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows
- ☐ Approve                      ☐ Disapprove                      ☐ Abstain

Item.... Subject.....

- ☐ (a) The proxy holder shall vote independently as to his/her consideration.
- ☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows
- ☐ Approve                      ☐ Disapprove                      ☐ Abstain

Item.... Subject: To appointment of new directors. (Continued)

Director's name.....

- ☐ Approve                      ☐ Disapprove                      ☐ Abstain

Director's name.....

- ☐ Approve                      ☐ Disapprove                      ☐ Abstain

Director's name.....

- ☐ Approve                      ☐ Disapprove                      ☐ Abstain