Proxy Form (Form C)

(This form is used only if the shareholder is an offshore investor

who appoints a local custodian in Thailand to keep his/her shares in the custody.)

Annexed to Notice of Department of Business Development Re: Form of Proxy (No. 5) B.E. 2550 (2007)

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Made at …………………..………………………………………………………..

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

1. I/We …………………………………………………………………………………………….

located at ……………………………………………………………………………………………….

…….

in our capacity as the custodian for …………………………………………………………………………

being a shareholder of ……………………………………………………………………..…… PCL,

holding the total amount of …………………..……share(s) which are entitled to cast………..…...……...vote(s),

as follows :

ordinary share…………………………. share(s), which are entitled to cast ………………………vote(s)

preferred share…………………………... share(s), which are entitled to cast ………………………vote(s)

2. hereby appoint

(1)………………………………………………………………… Age…………..……….years

residing at ……………………………………………………………..………………………………

…….or

(2)………………………………………………………… Age…………………years

residing at ……………………………………………………………..………………………………

…….or

(3)………………………………………………………………… Age…………………years

residing at ……………………………………………………………..………………………………

……

anyone of the above as my/our proxy to attend and vote on my/our behalf at the Ordinary/Extraordinary

Shareholders Meeting No…………… to be held on………………..…………….…...…time……………………..…..

at……..…

or any deferment, any change in place of the foregoing meeting.

3. I/We authorize the proxy to attend the meeting and cast the votes as follows:

☐ The voting right in all the voting shares held by me/us are granted to the proxy.

☐ The voting right in part of the voting shares held by me/us are granted to the proxy as follows:

☐ Ordinary share ………………..……. share(s), which are entitled to cast ……………..……….vote(s)

☐ Preferred share ………………..……. share(s), which are entitled to cast ……………..……….vote(s)

4. I/We hereby authorize the proxy to vote on my/our behalf at this meeting as follows:

(1)   Agenda …….. Subject …………………………………………………………………………………………

☐ (a) The proxy is entitled to cast the votes on my/our behalf as deem appropriate.

☐ (b) The proxy shall vote in accordance with my/our intention as follows:

☐ Approve ………….……vote(s) ☐ Disapprove ……………..…vote(s) ☐ Abstain…………..……vote(s)

     Agenda …….. Subject …………………………………………………………………………………………

☐ (a) The proxy is entitled to cast the votes on my/our behalf as deem appropriate.

☐ (b) The proxy shall vote in accordance with my/our intention as follows:

☐ Approve ………….……vote(s) ☐ Disapprove ……………..…vote(s) ☐ Abstain…………..……vote(s)

     Agenda …….. Subject …………………………………………………………………………………………

☐ (a) The proxy is entitled to cast the votes on my/our behalf as deem appropriate.

☐ (b) The proxy shall vote in accordance with my/our intention as follows:

☐ Approve ………….……vote(s) ☐ Disapprove ……………..…vote(s) ☐ Abstain…………..……vote(s)

     Agenda …….. Subject …………………………………………………………………………………………

☐ (a) The proxy is entitled to cast the votes on my/our behalf as deem appropriate.

☐ (b) The proxy shall vote in accordance with my/our intention as follows:

☐ Approve ………….……vote(s) ☐ Disapprove ……………..…vote(s) ☐ Abstain…………..……vote(s)

     Agenda …….. Subject …………………………………………………………………………………………

☐ (a) The proxy is entitled to cast the votes on my/our behalf as deem appropriate.

☐ (b) The proxy shall vote in accordance with my/our intention as follows:

☐ Approve ………….……vote(s) ☐ Disapprove ……………..…vote(s) ☐ Abstain…………..……vote(s)

(2)   Agenda …….. To consider the election of directors.

☐ (a) The proxy is entitled to cast the votes on my/our behalf as deem appropriate.

☐ (b) The proxy shall vote in accordance with my/our intention as follows:

☐ Vote for the election of all the nominated candidates as a whole

☐ Approve …………..…vote(s) ☐ Disapprove ………………vote(s) ☐ Abstain……..……...vote(s)

☐ Vote for the election of an individual nominee

Name ………………………………………………………

☐ Approve …………..…vote(s) ☐ Disapprove ………………vote(s) ☐ Abstain……..……...vote(s)

Name ………………………………………………………

☐ Approve …………..…vote(s) ☐ Disapprove ………………vote(s) ☐ Abstain……..……...vote(s)

Name …………………………………………………………………

☐ Approve ……………...…vote(s) ☐ Disapprove ………………...…vote(s) ☐ Abstain……….……....vote(s)

Name …………………………………………………………………

☐ Approve ……………...…vote(s) ☐ Disapprove ………………...…vote(s) ☐ Abstain……….……....vote(s)

Name …………………………………………………………………

☐ Approve ……………...…vote(s) ☐ Disapprove ………………...…vote(s) ☐ Abstain……….……....vote(s)

5. The votes 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 specified 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 have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

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

Signed …………………..……………….……..Grantor

(…………………………………..…………)

Signed …………………..……………….……..Proxy

(…………………………………..…………)

Signed …………………..……………….……..Proxy

(…………………………………..…………)

Signed …………………..……………….……..Proxy

(…………………………………..…………)

Remarks

1. This Form C is used only if the shareholder whose name is in the shareholders' register is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in the custody.

2. The necessary evidence to be enclosed with this proxy form is:

    (1) The power-of-attorney granted by the shareholder to the custodian by which the custodian is appointed to sign the proxy form on the shareholder's behalf; and

    (2) A certification that the authorised signatory of the proxy form is licensed to operate the custodial business.

3. A shareholder must appoint only one proxy to attend the meeting and cast the vote. A shareholder cannot divide the number of shares held to several proxies in order to divide the votes.

4. 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.

5. In case that there is any further agenda apart from specified above brought into consideration in the meeting, the proxy may use the Annex attached to Proxy Form C.

The Annexed attached to Proxy Form (Form C)

Authorization on behalf of a shareholder of the Kulthorn Kirby Public Company Limited

For the Ordinary/Extraordinary Shareholders Meeting No. ………… to be held on ………..…………time………………..…… at……………………………………………………………………………………..……………..……….. or such other date, time and place as may be adjourned.

…………………………………………………………………..

Agenda …………..Subject………………………..……………………..……………………..…………..…..

☐ (a) The proxy is entitled to cast the votes on my/our behalf as deem appropriate.

☐ (b) The proxy shall vote in accordance with my/our intention as follows:

☐ Approve with ………….. votes ☐ Disapprove with ……...….... votes ☐ Abstain with ……………. votes

Agenda …………..Subject………………………..……………………..……………………..…………..…..

☐ (a) The proxy is entitled to cast the votes on my/our behalf as deem appropriate.

☐ (b) The proxy shall vote in accordance with my/our intention as follows:

☐ Approve with ………….. votes ☐ Disapprove with ……...….... votes ☐ Abstain with ……………. votes

Agenda …………..Subject………………………..……………………..……………………..…………..…..

☐ (a) The proxy is entitled to cast the votes on my/our behalf as deem appropriate.

☐ (b) The proxy shall vote in accordance with my/our intention as follows:

☐ Approve with ………….. votes ☐ Disapprove with ……...….... votes ☐ Abstain with ……………. votes

I/We certify that the particulars in the Annexed attached to Proxy Form are true and correct in all respects.

Signed ………………..………..………………………..Grantor

(……………………..………..……………………)

Date …………………………………………………..

Signed …………………………………………………Proxy

(……………………..……..……………………)

Date …………………………………………………..