

Duty Stamp
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ติดอากรแสตมป์
20 บาท

**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. 2007

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 Gratitude Infinite Public Company Limited  
holding the total amount of .....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.....,  
District ....., Province....., Postal Code....., or  
(2) ..... age.....years  
residing/located at No....., .....Road, Sub-District.....,  
District ....., Province....., Postal Code....., or  
(3) ..... age.....years  
residing/located at No....., .....Road, Sub-District.....,  
District ....., Province....., Postal Code.....

any one of them as my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2018 (AGM) to be held on Monday 30 April 2018 at 9.30 a.m. at Pinklao 1 room, 9<sup>th</sup> floor, Royal city Hotel (Pinklao) 800 Boromrat-Chonnani Rd. Bangbumru Bangplad Bangkok 10700 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 to..... votes

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

**Agenda 1 Chairman Report**

- This agenda must not be approved. -

**Agenda 2 To consider and approve the Minute of the Annual General shareholders' Meeting for the year 2017 held on April 18, 2017**

(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 3 To acknowledge the Board of Director's report of the Company's performance for the year 2017.**

- This agenda must not be approved -

**Agenda 4 To consider and approve the Financial Statement for the year 2017 ended as of 31 December, 2017**

(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 allocation of the net profit for the year 2017 for distribution as a 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 6 To consider and approve the dividend payment for the year 2017**

(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 7 To consider and appoint auditor and set the audit fee 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 8 To consider and approve the re-election of Directors who retired by rotation 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:

**To elect all Company's directors**

Approve                       Disapprove                       Abstain

**To elect each director individually**

<b>1. Mr. Jesadavat</b>	<b>Priebjrivat</b>	<b>Chairman of Board of Director</b>
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<input type="checkbox"/> Approve	<input type="checkbox"/> Disapprove	<input type="checkbox"/> Abstain
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<b>2. Mr. Khan</b>	<b>Akaworawit</b>	<b>Chairman of Audit Committee</b>
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<input type="checkbox"/> Approve	<input type="checkbox"/> Disapprove	<input type="checkbox"/> Abstain
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<b>3. Miss Suthida</b>	<b>Suwannapasri</b>	<b>Director</b>
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<input type="checkbox"/> Approve	<input type="checkbox"/> Disapprove	<input type="checkbox"/> Abstain
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**4. Miss Piyanan**

**Suwannapasri**

**Director**

Approve

Disapprove

Abstain

**Agenda 9 To consider and approve remuneration to the Board of Directors 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 10 Others (If any)**

- This agenda must not be approved -

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 ..... Grantor

(.....)

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 Gratitude Infinite Public Company Limited. At the Annual General Meeting of Shareholders for the year 2018 (AGM) to be held on Monday 30 April 2018 at 9.30 a.m. at Pinklao 1 room, 9<sup>th</sup> floor, Royal city Hotel (Pinklao) 800 Boromrat-Chonnani Rd. Bangbunru Bangplad Bangkok 10700 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 .....

(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 .....

(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 .....

(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 .....To consider and approve the appointment of Directors

Director Name.....

Approve                       Disapprove                       Abstain

Director Name.....

Approve                       Disapprove                       Abstain

Director Name.....

Approve                       Disapprove                       Abstain

Director Name.....

Approve                       Disapprove                       Abstain