

(Affix Baht 20 duty stamp)

Proxy (Form C)

(For foreign shareholders who have custodians in Thailand only)

Shareholders Registration No.....

Written at.....

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

(1) I/We..... Nationality.....

Address.....

(2) being a shareholder of Sermuang Power Corporation Public Company Limited (the "Company")

holding ordinary shares of.....shares and having the right to vote equal to.....votes.

(3) hereby appoint

☐ 1. Name..... Age..... years, residing at No.....
Road.....Tumbon/Subdistrict.....Amphur/District.....
Province.....Postal Code.....or

☐ 2. Name..... Mr. Kamthorn Wangudom..... Age.....75..... years, residing at No.....99/99.....Road.... Talad-Lark.....
Tumbon/Subdistrict.....Bangkung..... Amphur/District.....Muangsuratthani....Province..... Suratthani.....
Postal Code.....84000..... or

(Conflict interest in the Agenda : (10) To consider and approve the determination of the remuneration of the Board of Directors of the Company for the year 2022)

☐ 3. Name..... Mr. Samrieng Mekkiengkrai..... Age.....67..... years, residing at No.....79/356.....Road...Phayathai...
Tumbon/Subdistrict.....ThanonPhayathai.....Amphur/District.....Ratchathevi.....Province..... Bangkok.....
Postal Code.....10400.....or

(Conflict interest in the Agenda : (9)To consider and approve the appointment of directors in replacement of the directors who retire from their terms by rotation and Agenda (10) To consider and approve the determination of the remuneration of the Board of Directors of the Company for the year 2022)

Any and only one person to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting or Shareholders for the year 2022 on 26 April 2022 at 10:00 am, through electronic media (E-AGM) according to Emergency Decree on Electronic Meetings B.E. 2563 (2020).

**Shareholders to attend the meeting in person shall bring and present this proxy
to the registrar on the meeting date**

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

- ☐ Grant proxy the total amount of shares holding and entitled to vote
- ☐ Grant partial shares ofshares, entitled to vote right.....votes

Agenda 1 To consider and adopt the minutes of the 2/2021 EGM

- ☐ (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects
- ☐ (b) To have the proxy holder vote as per my/our intention as followqqs:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda2 To consider and acknowledge the Company's business operation for the year 2021

Agenda3 To consider and approve the statement of financial position for the fiscal year ending on December 31, 2021

- ☐ (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects
- ☐ (b) To have the proxy holder vote as per my/our intention as followqqs:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda4 To consider and approve allocation of profit, legal reserve and dividend payment derived from operating result of the year 2021

- ☐ (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects
- ☐ (b) To have the proxy holder vote as per my/our intention as followqqs:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda5 To consider approving the decrease of the Company's registered capital by THB 29,296,046 from the current registered capital of THB 1,419,169,683 to be THB 1,389,873,637 by cancel the remaining un-sold issued shares in the amount of 29,296,046 shares with a par value of THB 1.00 per share and to consider approving the amendment of Clause 4 of the Memorandum of Association to be in line with the reduction of the Company's capital.

- ☐ (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects
☐ (b) To have the proxy holder vote as per my/our intention as follows:

☐ Approve ☐ Disapprove ☐ Abstain

Agenda6 To consider approving the increase of the Company's registered capital by THB 113,632,364 from the current registered capital of THB 1,389,873,637 to be THB 1,503,506,001 by issuing 113,632,364 newly issued ordinary shares at the par value of THB 1 per share and consider approving the Amendment of Clause 4 of the Memorandum of Association of the Company to be in line with the Company's registered capital increase;

- ☐ (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects
☐ (b) To have the proxy holder vote as per my/our intention as follows:

☐ Approve ☐ Disapprove ☐ Abstain

Agenda7 To consider approving the allocation of newly issued ordinary shares of the Company

- ☐ (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects
☐ (b) To have the proxy holder vote as per my/our intention as follows:

☐ Approve ☐ Disapprove ☐ Abstain

Agenda8 To consider and approve the appointment of auditors and the determination of the auditor fee for year 2022;

- ☐ (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects
☐ (b) To have the proxy holder vote as per my/our intention as follows:

☐ Approve ☐ Disapprove ☐ Abstain

Agenda9 To consider and approve the appointment of directors in replacement of the directors who retire from their terms by rotation

- ☐ (a) To have the proxy holder consider and vote on my behalf as appropriate in all respects
☐ (b) To have the proxy holder vote for appointment of the all proposed directors

☐ Approve ☐ Disapprove ☐ Abstain

- ☐ (c) To have the proxy holder vote for the appointment of each proposed director listed below

1) Mr. Samrieng Mekkiengkrai

☐ Approve ☐ Disapprove ☐ Abstain

2) Mr. Tanawat Kraipisitkul

☐ Approve

☐ Disapprove

☐ Abstain

3) Mr. Varut Tummavaranukub

☐ Approve

☐ Disapprove

☐ Abstain

Agenda10

To consider and approve the determination of the remuneration of the Board of Directors of the Company for the year 2022

☐ (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects

☐ (b) To have the proxy holder vote as per my/our intention as follows:

☐ Approve

☐ Disapprove

☐ Abstain

Agenda11

To consider the other business (if any)

☐ (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects

☐ (b) To have the proxy holder vote as per my/our intention as follows:

☐ Approve

☐ Disapprove

☐ Abstain

(5) The proxy holder's vote in any agenda, which is not in accordance with my/our intention as specified in this Proxy, shall be deemed invalid and shall not be treated as my/our vote, as shareholder.

(6) In case that I/we have not specified my/our voting intention in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy holder shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.

All acts undertaken by the proxy holder at the meeting, except where the proxy holder does not vote according to my/our intention as specified herein, shall be deemed as if they have been undertaken by myself/ourselves in all respects.

Signed.....Proxy Grantor

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Signed.....Proxy Holder

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Signed.....Proxy Holder

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Signed.....Proxy Holder

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Remark

1. Only foreign shareholders as registered in the registration book who have custodian in Thailand can use the Proxy Form C.
2. Evidence to be enclosed with the proxy form are:
 - a. Power of Attorney from shareholder authorizes a custodian to sign the Proxy Form on behalf of the shareholder
 - b. Letter of Certification to certify that the signer of the Proxy Form have a permit to act as a Custodian
3. The shareholder appointing proxy holder must authorize only one proxy holder to attend and vote at the meeting as a whole or individually and may not split the number of shares to several proxy holders for splitting votes.
4. If there is any other agenda to be considered in the meeting other than to those specified above, the attached Supplement to Proxy Form C shall be used.

Supplement to Proxy Form C

The appointment of proxy holder by the shareholders of Sermuang Power Corporation Public Company Limited for the Annual General Meeting of Shareholders of 2022

Agenda.....**Subject:**.....

- ☐ (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects
- ☐ (b) To have the proxy holder vote as per my/our intention as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda.....**Subject:**.....

- ☐ (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects
- ☐ (b) To have the proxy holder vote as per my/our intention as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda.....**Subject:**.....

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