



Proxy (Form B)

Written at _____

Date _____ Month _____ Year _____

(1) I/We _____ Nationality _____
Address _____ Road _____ Tambol/Khwaeng _____
Amphur/Khet _____ Province _____ Postal Code _____

(2) being a shareholder of **Grand Canal Land Public Company Limited (“Company”)**
holding the total amount of _____ shares with the voting rights or _____ votes as follows
ordinary share _____ shares with the voting rights or _____ votes
preference share _____ shares with the voting rights or _____ votes

(3) Hereby appoint

1. Name _____ age _____ years, residing at _____
Road _____ Tambol/Khwaeng _____ Amphur/Khet _____
Province _____ Postal Code _____ or

2. Name _____ age _____ years, residing at _____
Road _____ Tambol/Khwaeng _____ Amphur/Khet _____
Province _____ Postal Code _____ or

3. Name _____ age _____ years, residing at _____
Road _____ Tambol/Khwaeng _____ Amphur/Khet _____
Province _____ Postal Code _____

Only one of them as my/our proxy to attend and vote in the 2020 Annual General Meeting of Shareholders on 26 June 2020, at 2 p.m. at the Meeting Room, 12th floor, the Ninth Towers Grand Rama 9, no. 33/4 Rama 9 Road, Huay Kwang, Bangkok 10310 OR at any adjournment thereof to any other date, time, and venue.

(4) I authorize my Proxy to cast the votes according to my intentions as follows:

Agenda item 1 Acknowledgment of the Minutes of the 2019 Annual General Meeting of Shareholders (AGM)

The Proxy is entitled to acknowledge the Minutes of the 2019 AGM.

Agenda item 2 Acknowledgment of the Company’s performance outcomes of 2019

The Proxy is entitled to acknowledge the Company’s performance outcomes of 2019.

Agenda item 3 Approval of the audited financial statements for the year ended 31 December 2019

(a) The Proxy is entitled to cast the votes on my behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my following instructions:

Approve Disapprove Abstain

Agenda item 4 Approval of the non-payment of dividend against the 2019 performance outcomes and the allocation of the net profits as the legal reserve

(a) The Proxy is entitled to cast the votes on my behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my following instructions:

Approve Disapprove Abstain



Agenda item 5 Approval of the appointment of directors in place of those due to complete their terms in 2020

- (a) The Proxy is entitled to cast the votes on my behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my following instructions:

Vote for the entire nominated candidate as a whole

Approve

 Disapprove

 Abstain

To appoint each director individually

5.1 Mr. Sudhitham Chirathivat

Approve

 Disapprove

 Abstain

5.2 Mrs. Jitmanee Suwannapool

Approve

 Disapprove

 Abstain

5.3 Mr. Sansrit Yenbamrung

Approve

 Disapprove

 Abstain

Agenda item 6 Approval of the remuneration for the Board of Directors for 2020

- (a) The Proxy is entitled to cast the votes on my behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my following instructions:

Approve

 Disapprove

 Abstain

Agenda item 7 Approval of the appointment of the external auditor and determination of the audit fees for 2020

- (a) The Proxy is entitled to cast the votes on my behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my following instructions:

Approve

 Disapprove

 Abstain

Agenda item 8 Other businesses (if any)

- (a) The Proxy is entitled to cast the votes on my behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my following instructions:

Approve

 Disapprove

 Abstain

- (5) Any votes by the Proxy in any agenda not rendered in accordance with my/our intention specified herein shall not be deemed as my/our votes as a shareholder.
- (6) If I/we do not specify or clearly specify my/our intention to vote in any agenda, or if there is any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any facts, the Proxy shall be authorized to consider the matter and vote on my/our behalf as the Proxy deems appropriate.

Any action taken by the Proxy at the meeting shall, unless the Proxy cast the votes not in compliance with my/our intention specified herein, be deemed as being done by me/us in all respects.

Signed _____ Shareholder
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

Remark

1. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to many proxies for splitting votes.
2. In the agenda relating the appointment of Directors, it is applicable to appoint either directors as a whole or appoint each director individually.
3. In case there are agendas other than those specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form B as enclosed.



Regular Continued Proxy Form B

Authorization on behalf of the Shareholder of **Grand Canal Public Company Limited**

The 2020 Annual General Meeting of Shareholders on 26 June 2020, at 2 p.m. at the Meeting Room, 12th floor, the Ninth Towers Grand Rama 9, no. 33/4 Rama 9 Road, Huay Kwang, Bangkok 10310 or at any adjournment thereof to any other date, time, and venue.

Agenda _____ **Subject** _____

(a) The Proxy is entitled to cast the votes on my behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my following instructions:

Approve

Disapprove

Abstain

Agenda _____ **Subject** _____

(a) The Proxy is entitled to cast the votes on my behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my following instructions:

Approve

Disapprove

Abstain

Agenda _____ **Subject** _____

(a) The Proxy is entitled to cast the votes on my behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my following instructions:

Approve

Disapprove

Abstain

Agenda _____ **Subject** _____

(a) The Proxy is entitled to cast the votes on my behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my following instructions:

Approve

Disapprove

Abstain

Agenda _____ **Appointment of directors**

Director's name _____

Approve

Disapprove

Abstain

Director's name _____

Approve

Disapprove

Abstain

Director's name _____

Approve

Disapprove

Abstain

Director's name _____

Approve

Disapprove

Abstain

Director's name _____

Approve

Disapprove

Abstain