

## (Translation)

## Proxy Form B

Written at \_\_\_\_\_

Date \_\_\_\_\_ Month \_\_\_\_\_ Year \_\_\_\_\_

(1) I/We \_\_\_\_\_, nationality \_\_\_\_\_  
 Address \_\_\_\_\_ Road \_\_\_\_\_, Sub-District \_\_\_\_\_  
 District \_\_\_\_\_, Province \_\_\_\_\_ Post Code \_\_\_\_\_

(2) being a shareholder of \_\_\_\_\_ The Erawan Group Public Company Limited \_\_\_\_\_ Holding  
 the total amount of \_\_\_\_\_ shares and the voting right equals to \_\_\_\_\_ votes as follows  
 Ordinary share \_\_\_\_\_ shares, equal to voting right \_\_\_\_\_ votes

(3) Hereby appoint

(1) Mr./Mrs./Miss \_\_\_\_\_ Age \_\_\_\_\_ Years,  
 Address \_\_\_\_\_ Road \_\_\_\_\_ Sub-District \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Zip Code \_\_\_\_\_ or

(2) Mr./Mrs./Miss \_\_\_\_\_ Age \_\_\_\_\_ Years,

Address \_\_\_\_\_ Road \_\_\_\_\_ Sub-District \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Zip Code \_\_\_\_\_ or

(3) Mr./Mrs./Miss \_\_\_\_\_ Age \_\_\_\_\_ Years,

Address \_\_\_\_\_ Road \_\_\_\_\_ Sub-District \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Zip Code \_\_\_\_\_

or May grant proxy to ERAWAN Independent Directors as follows:

**Mr. Prakrit Pradipasen**, Chairman of the Board of Directors, age 73 years, residing at no.58/1  
 Soi Indramara 40, Suthisan Winitchai Road, Kwang Din Daeng, Khet Din Daeng, Bangkok 10400.  
 (Interest in the agenda considered: Agenda 7 To appoint directors to replace those retiring by rotation and  
 Agenda 8 To approve the directors' remuneration for the year 2015.)

or  **Mr. Sansern Wongcha-um**, Chairman of the Audit Committee, age 67 years, residing at The Park Chidlom  
 (17B1), no.1/83 Soi Chidlom, Lumpini, Pathumwan, Bangkok 10330  
 (Interest in the agenda considered: Agenda 7 To appoint directors to replace those retiring by rotation and  
 Agenda 8 To approve the directors' remuneration for the year 2015.)

or  **Assoc. Prof. Manop Bongsadadt**, Member of the Audit Committee, age 74 years, residing at no.554/14  
 Soi Senanikom 1, Phaholyothin Road, Kwang Jarakae Bou, Khet Lad Phrao, Bangkok 10230.  
 (Interest in the agenda considered: Agenda 7 To appoint directors to replace those retiring by rotation and  
 Agenda 8 To approve the directors' remuneration for the year 2015.)

or  **Mr. Dej Bulsuk**, Member of the Audit Committee, age 65 years, residing at no.46 Soi Sukhumvit 58,  
 Sukhumvit Road, Kwang Bang-Jak, Khet Phrakonong, Bangkok 10260.  
 (Interest in the agenda considered: Agenda 7 To appoint directors to replace those retiring by rotation and  
 Agenda 8 To approve the directors' remuneration for the year 2015.)

or  **Mr. Banyong Pongpanich**, Independent Director, age 61 years, residing at no.19/42 Soi Sanam Kri (Polo),  
 Witthayu Road, Kwang Lumpini, Khet Pathumwan, Bangkok 10330.  
 (Interest in the agenda considered: Agenda 8 To approve the directors' remuneration for the year 2015.)

or  **Mr. Ekasith Jotikasthira** , Independent Director , age 45 years, residing at no.511 Soi 6, Sri-Ayudhaya Road, Kwang Tanonphayathai, Khet Rajdhevi, Bangkok 10400.

(Interest in the agendas considered: Agenda 8 To approve the directors' remuneration for the year 2015.)

anyone of the above as my/our proxy holder to attend and vote at the Annual General Meeting for the year 2015 of Shareholders on Tuesday, April 28, 2015 at 14.00 hours at Grand Ballroom, Grand Hyatt Erawan Hotel Bangkok, 494 Ploenchit Road, Patumwan, Bangkok, 10330 Thailand or on the date and at the place as may be postponed or changed.

(4) I/We therefore would like to vote for each agenda item as follows:

Agenda 1 To acknowledge the 2014 AGM minutes.

- (A) The proxy holder shall vote independent as to his/her consideration.  
 (B) The proxy holder shall vote according to the shareholder's requirement as follows.  
 Approve                       Disapprove                       Abstain

Agenda 2 To acknowledge the company's 2014 operating results.

- (A) The proxy holder shall vote independent as to his/her consideration.  
 (B) The proxy holder shall vote according to the shareholder's requirement as follows.  
 Approve                       Disapprove                       Abstain

Agenda 3 To approve the Company's Audited Statements of Financial Position, Statement of Comprehensive Income and Consolidated Financial Statements for the year ended December 31, 2014.

- (A) The proxy holder shall vote independent as to his/her consideration.  
 (B) The proxy holder shall vote according to the shareholder's requirement as follows.  
 Approve                       Disapprove                       Abstain

Agenda 4 To approve 2014 net profit allocation and annual dividend payment.

4.1 To approve the company's 2014 net profit as legal reserve.

- (A) The proxy holder shall vote independent as to his/her consideration.  
 (B) The proxy holder shall vote according to the shareholder's requirement as follows.  
 Approve                       Disapprove                       Abstain

4.2 To approve the 2014 dividend payment.

- (A) The proxy holder shall vote independent as to his/her consideration.  
 (B) The proxy holder shall vote according to the shareholder's requirement as follows.  
 Approve                       Disapprove                       Abstain

Agenda 5 To acknowledge the 2014 Audit Committee's report.

- (A) The proxy holder shall vote independent as to his/her consideration.  
 (B) The proxy holder shall vote according to the shareholder's requirement as follows.  
 Approve                       Disapprove                       Abstain

Agenda 6 To appoint the auditors and approve the auditing fee for the year 2015

- (A) The proxy holder shall vote independent as to his/her consideration.  
 (B) The proxy holder shall vote according to the shareholder's requirement as follows.  
 Approve                       Disapprove                       Abstain

Agenda 7 To appoint directors to replace those retiring by rotation.

- (A) The proxy holder shall vote independent as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder's requirement as follows.
- Vote for all the nominated candidates as a whole.
- Approve       Disapprove       Abstain
- Vote for an individual nominee.
- |                                  |                                  |                                     |                                  |
|----------------------------------|----------------------------------|-------------------------------------|----------------------------------|
| 1. Mr. Prakit Pradipasen         | <input type="checkbox"/> Approve | <input type="checkbox"/> Disapprove | <input type="checkbox"/> Abstain |
| 2. Mr. Sansern Wongcha-um        | <input type="checkbox"/> Approve | <input type="checkbox"/> Disapprove | <input type="checkbox"/> Abstain |
| 3. Assoc. Prof. Manop Bongsadact | <input type="checkbox"/> Approve | <input type="checkbox"/> Disapprove | <input type="checkbox"/> Abstain |
| 4. Mr. Dej Bulsuk                | <input type="checkbox"/> Approve | <input type="checkbox"/> Disapprove | <input type="checkbox"/> Abstain |

Agenda 8 To approve the directors' remuneration for the year 2015.

- (A) The proxy holder shall vote independent as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder's requirement as follows.
- Approve       Disapprove       Abstain

Agenda 9 Other (If any)

- (A) The proxy holder shall vote independent as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder's requirement as follows.
- Approve       Disapprove       Abstain

(5) Voting of proxy holder in any agenda that is not as specified in this proxy shall be considered as invalid and not my voting as a shareholder.

(6) In case I have not declared a voting intention in any agenda or my 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 of 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 dose not vote as I/We specify in the proxy form, shall be deemed as having been carried out by myself/ourselves in all respects.

Signature \_\_\_\_\_ Proxy Grantor  
( \_\_\_\_\_ )

Signature \_\_\_\_\_ Proxy Grantor  
( \_\_\_\_\_ )

Signature \_\_\_\_\_ Proxy Holder  
( \_\_\_\_\_ )

Signature \_\_\_\_\_ Proxy Holder  
( \_\_\_\_\_ )

**Remarks:**

1. A shareholder shall appoint only one proxy holder to attend and vote at the Meeting. A shareholder may not split shares and appoint more than one proxy holder in order to split votes.
2. In agenda regarding the appointment of new directors, the ballot can be either for all the nominate candidates as a whole or for an individual nominee.
3. In case there is any further agenda apart from specified above brought into consideration in the Meeting, the proxy holder may use the Attachment to Proxy Form B.

Attachment to Proxy Form B

The Proxy of the shareholder of The Erawan Group Public Company Limited

In the Meeting of the Annual General Meeting of Shareholders for the year 2015 on Tuesday, April 28, 2015 at 14.00 hours at Grand Ballroom, Grand Hyatt Erawan Hotel Bangkok, 494 Ploenchit Road, Patumwan, Bangkok, 10330 Thailand or on the date and at the place as may be postponed or changed.

Agenda \_\_\_\_\_ Subject: \_\_\_\_\_

- (A) The proxy holder shall vote independent as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder's requirement as follows.
  - Approve     Disapprove     Abstain

Agenda \_\_\_\_\_ Subject: \_\_\_\_\_

- (A) The proxy holder shall vote independent as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder's requirement as follows.
  - Approve     Disapprove     Abstain

Agenda \_\_\_\_\_ Subject: \_\_\_\_\_

- (A) The proxy holder shall vote independent as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder's requirement as follows.
  - Approve     Disapprove     Abstain

Agenda \_\_\_\_\_ Subject: To approve the appointed of new directors.

- (A) The proxy holder shall vote independent as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder's requirement as follows.
  - Vote for all the nominated candidates as a whole.
    - Approve     Disapprove     Abstain
  - Vote for an individual nominee.

- 1. \_\_\_\_\_  Approve     Disapprove     Abstain
- 2. \_\_\_\_\_  Approve     Disapprove     Abstain
- 3. \_\_\_\_\_  Approve     Disapprove     Abstain
- 4. \_\_\_\_\_  Approve     Disapprove     Abstain

I/We certified that the information contained in this Attachment to Proxy Form is complete and true.

Signature \_\_\_\_\_ Proxy Grantor  
( \_\_\_\_\_ )

Signature \_\_\_\_\_ Proxy Grantor  
( \_\_\_\_\_ )

Signature \_\_\_\_\_ Proxy Holder  
( \_\_\_\_\_ )

Signature \_\_\_\_\_ Proxy Holder  
( \_\_\_\_\_ )

