

Proxy Form

Place, _____

Date, _____

1) I, _____ contact address _____

2) being a ordinary individual member of Thai Institute of Directors Association (Thai IOD)

3) do hereby appoint either one of the following persons _____

- or Mr. Chaiwat Utaiwan Chairman, Thai IOD
- or Ms. Potjanee Thanavaranit Chairman of Audit Committee
- or Mrs. Kulpatra Sirodom Chairman of Nomination & Compensation Committee

as only one of my proxy to attend and vote on my behalf at the Annual General Meeting 2022 of Thai IOD, to be held on Friday, May 27, 2022 16.00 by Teleconference using Electronic Devices (E-AGM)

4) I authorize my proxy to vote on behalf of my behalf in this Meeting in the following manners :

Agenda 2 Consideration and Adoption of the Minutes of the IOD AGM 2021

Opinion of the Board of Directors The IOD's Board of Directors has reviewed the correctness and accuracy of the Minutes of AGM 2021, and considers it appropriate to propose that the Meeting formally approve and adopt these Minutes accordingly. (Enclosure No. 1)

Approved Disapproved Abstain

Agenda 4 Consideration and Approve the IOD's Audited Financial Statements for Full Year 2021

Opinion of the Board of Directors The IOD's Board of Directors has considered the opinions of the Audit Committee and has reviewed the IOD's audited Financial Statements for the full year 2021, for which the external Auditors have expressed their opinions without any qualifications. Therefore, the Board of Directors considers it appropriate to propose that the Meeting approve the IOD's audited Financial Statements for the full year 2021 as presented. (Enclosure No. 2)

Approved Disapproved Abstain

Agenda 5 Consideration and Approval of the Appointment of the IOD's Auditor for 2022 together with Associated Audit Fees

Opinion of the Board of Directors The IOD's Board of Directors has reviewed the opinion of the Audit Committee, and considers it appropriate to propose that the AGM approve the appointment of Sanicha Akarakittilap Certified Public Accountant (Thailand) No. 8470, Vichien Khingmontri Certified Public Accountant (Thailand) No. 3977 and Amornrat Pearmpoonvatanasuk Certified Public Accountant (Thailand) No. 4599 of PricewaterhouseCoopers ABAS Ltd. be appointed as the IOD's auditors, any one of them being authorized to conduct the audit and express an opinion on the financial statements of the IOD. In the absence of the above-named auditors, PricewaterhouseCoopers ABAS Ltd. is authorized to identify one other Certified Public Accountant within PricewaterhouseCoopers ABAS Ltd, to be appointed as the authorized external Auditor of the IOD for 2022, with the associated audit fee of Baht 240,000.- (two hundred forty thousand Baht).

Approved Disapproved Abstain

Agenda 6 Consideration and Election of new IOD Board Directors, replacing those retiring by end of term.

Opinion of the Board of Directors The IOD Board of Directors considered those names proposed by the Nomination and Compensation Committee and is of the opinion that these (4) persons are all appropriately knowledgeable and well-qualified. The Board, therefore, considered it appropriate to propose that the AGM consider and approve the election of these persons to be IOD Board Directors accordingly. As such, profiles together with associated background information about these 4 persons nominated for election as IOD Directors are contained in the enclosed document for reference and review (Enclosure No. 3).

Please mark 4 candidates as follow: (Alphabetical order by Thai name)

Mr. Kumpol Sontanarat	<input type="checkbox"/> Approved	<input type="checkbox"/> Disapproved	<input type="checkbox"/> Abstain
Mrs. Kulpatra Sirodom	<input type="checkbox"/> Approved	<input type="checkbox"/> Disapproved	<input type="checkbox"/> Abstain
Mr. Pasu Decharin	<input type="checkbox"/> Approved	<input type="checkbox"/> Disapproved	<input type="checkbox"/> Abstain
Ms. Suvabha Charoenying	<input type="checkbox"/> Approved	<input type="checkbox"/> Disapproved	<input type="checkbox"/> Abstain

If I do not specify or clearly specify my intention to vote in any agenda, or if there is any other agenda considered in the Meeting other than those specified above, or if there is any change or amendment to any fact, the proxy shall be authorized to consider the matters and vote on my/our behalf as the proxy deems appropriate.

Any act performed by the proxy during the meeting except the proxy's voting that is not consistent with my intention as specified under this proxy, shall be deemed to have been done by me/us in all respects.

Signed _____ Grantor
()

Signed _____ Grantee
()

Note:

The proxy must submit the following documents (as the case may be) during meeting registration prior to attending the meeting:

- (a) a proxy form, the form of which is attached to the notice for calling the annual general meeting, that is completely filled-in and signed by the proxy grantor and the proxy, and affixed with Baht 20 stamp duty;
- (b) a photocopy of identification document of the shareholder issued by the government authority and not expired, such as the personal identification card, driving license, international driving license, foreigner identification card or passport, and certified as true and correct by the proxy grantor; and
- (c) an identification document of the proxy issued by the government authority and not expired, such as the personal identification card, driving license, international driving license, foreigner identification card or passport.