

PROXY FORM C
(In case of the shareholder's foreign investor and appoint
Local custodian as their representation)

Duty
Stamp
20 Baht

Written at.....

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

(1) I/We.....

Resides at.....Road.....Tambon / Kwaeng.....

Amphur / Khet.....Province.....Postal Code.....

As entrepreneur and maintain a depository shares (custodian) to

am / are a shareholder(s) of **UA WITHYA PUBLIC COMPANY LIMITED**

Holding the total amount of.....shares Cast Vote Totaling.....Vote (s)

Common Share.....shares Cast Vote Totaling.....Vote (s)

2) Hereby appoint

1. Name.....ages.....years,
Resides at.....Road.....Tambon/Kwaeng
Amphur/KhetProvincePostal Code

2. Name.....ages.....years,
Resides at.....Road.....Tambon/Kwaeng
Amphur/KhetProvincePostal Code

3. Name.....ages.....years,
Resides at.....Road.....Tambon/Kwaeng
Amphur/KhetProvincePostal Code

4. Police Lieutenant Sivaraks Phinitcharomna (Independent Director and Chairman of Audit Committee) age 70 years Thai Nationality Resides at 247, Romklao Road, Kwaeng Sansab, Khet Minburi and Bangkok or

5. Mr. Pianchai Thawornrat (Independent Director and Audit Committee) age 62 years Thai Nationality Resides at 247, Romklao Road, Kwaeng Sansab, Khet Minburi and Bangkok or

6. Dr. Nathee Naktanasukanjn (Independent Director and Audit Committee) age 55 years Thai Nationality Resides at 247, Romklao Road, Kwaeng Sansab, Khet Minburi and Bangkok

Appoint one and only one as my/our proxy holder to attend and vote on my/our behalf at The 2020 Annual General Meeting of Shareholders to be held on Wednesday April 29, 2020 at 2.00 Pm at Ua Withya Public Company Limited No. 247, Romklao Road, Kwaeng Sansab, Khet Minburi, Bangkok.or on the date and the place as may be postponed or changed.

(4) In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

Agenda 1 **To review and adopt minute of 2019 Annual General Meeting of Shareholders held on April 29, 2019**

- (A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 - Approve Disapprove Abstain

Agenda 2 **To acknowledge the report of the Board of Directors for the year 2019**

Because this agenda is an agenda for acknowledgment therefore no voting

Agenda 3

To consider and approve Financial Statement as ended December 31, 2019

- (A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 - Approve Disapprove Abstain

Agenda 4

To consider profit allocation of omit dividend payment

- (A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 - Approve Disapprove Abstain

Agenda 5

To appoint Directors whom retired by rotation

- (A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects.
- (B) The proxy shall vote as per my/our intention as follows:
 - Appointment of the Whole Board of Directors
 - Approve Disapprove Abstain
 - Appointment of Individual Director
 1. Mr. Wutichai Leenabanchong
 - Approve Disapprove Abstain
 2. Pol.Lt. Sivaraks Phinitcharomna
 - Approve Disapprove Abstain
 3. Mr. Surapong Sea Yong
 - Approve Disapprove Abstain

Agenda 6

To set the remuneration of Board of Directors of year 2020

- (A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 - Approve Disapprove Abstain

Agenda 7

To consider and appoint the Company's auditor and fix the auditor's fee for the year 2020

- (A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 - Approve Disapprove Abstain

Agenda 8

To consider and approve of decrease registered capital and amend memorandum of association no.4 to be in accordance with decrease registered capital

- (A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 - Approve Disapprove Abstain

Agenda 9

To consider and approve of increase capital in order to reserve increase capital by General Mandate and amend memorandum of association no.4 to be in accordance with increase registered capital

- (A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 - Approve Disapprove Abstain

Agenda 10 **To consider and approve allocate ordinary shares allocate of ordinary for increase capital by General Mandate**

- (A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 - Approve Disapprove Abstain

Agenda 11 **To consider other business (if any)**

- (A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 - Approve Disapprove Abstain

(5) In case that the proxy holder does not vote per my/our intention specified in the proxy, the vote is regarded as invalid vote and not accounted as my/our, a shareholder(s), vote.

(6) If I/we did not declare or indicate clearly the requirement to vote in any agenda item; or if the Meeting is to consider and vote for a resolution on other agenda items to other agenda not mentioned in the proxy, the proxy holder will have full right to consider and vote accordingly for me/us.

I/we shall be fully liable for any action, except not voting per my/our specified intention, taken by the proxy holder at the Meeting.

Signed.....Grantor
(.....)

Signed.....Proxy Holder
(.....)

Signed.....Proxy Holder
(.....)

Signed.....Proxy Holder
(.....)

Signed.....Proxy Holder
(Police Lieutenant Sivaraks Phinitcharomn)

Signed.....Proxy Holder
(Mr. Pianchai Thawornrat)

Signed.....Proxy Holder
(... Dr. Nathee Naktanasukanjn)

Remarks

1. Proxy Form C is only for whose name appears in registration book as foreign investor
2. Evidence must attaches with proxy
 - (1) Letter of Proxy from shareholders to custodian signing instead
 - (2) Confirmation letter of signing instead to business license of custodian
3. Shareholders who appoint a proxy must authorized only one to attend the meeting and voting shares could not be separated for so many people to for separate proxy voting.
4. Agenda of election Directors can elect all Directors or individual.
5. In case that there are other agenda for consideration other than those abovementioned, the shareholder may additionally specify on the regular continued Proxy Form C (attached).

The regular continued Proxy Form C

The proxy of the shareholder of **UA WITHYA PUBLIC COMPANY LIMITED**

The 2020 Annual General Meeting of Shareholders to be held on Wednesday April 29, 2020 at 2.00 Pm at Ua Withya Public Company Limited No. 247, Romklao Road, Kwaeng Sansab, Khet Minburi, Bangkok or on the date and the place as may be postponed or changed

Agenda.....Subject.....

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects

(B) The proxy shall vote as per my/our intention as follows:

Approve Disapprove Abstain

Agenda.....Subject.....

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Agenda.....Subject.....

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Approve Disapprove Abstain

Agenda..... Subject: Elect new Directors (continue)

Name of Director.....

Approve Disapprove Abstain

Name of Director.....

Approve Disapprove Abstain

Name of Director.....

Approve Disapprove Abstain

Approve Disapprove Abstain