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Proxy Form (C)

(Form specifically for foreign national Shareholders who have appointed a custodian in Thailand to oversee their shares)

Prepared at

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

(1) I,.....Nationality.....

Residing at No.....RoadDistrict.....

Sub-district Province.....Postal code.....

In the capacity of custodian on behalf.....

As a Shareholder in Tipco Foods Public Company Limited With a total ofshares

With a number of vote equivalent to.....votes (1 Ordinary shares equivalent to votes)

(2) Gives proxy to ☐ 1.Age.....years

Residing at No..... Road District.....

Sub-district Province.....

Postal code.....

Or ☐ 2. Mr. Virat Phairatphiboon Independent Director aged 72 years

Residing at 64/66 Kallista Mansion, Room 26 C, Sukhumvit, North Klongtoey, Wattana,
Bangkok 10110

Or ☐ 3. Mr. Paisal Pongprayoon Independent Director aged 70 years

Residing at 120/26 Soi Prasanmit, Sukhumvit Road, North klongtoey, Wattana,
Bangkok 10110

Or ☐ 4. . Mrs. Achara Pricha Independent Director aged 64 years

Residing at 312 Thetsaban Rangrak Nuea Rd., Lad Yao, Chatuchak, Bangkok 10900

Any one single person is my representative to attend the Meeting and vote on my behalf at the 2020 Ordinary Shareholders' Meeting on Friday, 3 April 2020 at 10.00 a.m. at the Auditorium of the Head Offices, 5th floor, TIPCO Building, No. 118/1 Rama 6 Road, Phayathai Sub district, Phayathai district, Bangkok, or any other venue as per the change of date, time or venue in due course

(3) I hereby appoint my proxy to attend the Meeting and vote on my behalf as follows

☐ Assign proxy according to the entire number of shares held and with voting rights

☐ Assign a portion of proxy rights as follow

☐ Ordinary shares.....shares with a total vote of.....votes

(1 ordinary share equivalent to 1 vote)

Proxy Form (C) [Continued]

(4) I hereby assign my right of proxy to the proxy receiver to vote on my behalf as follows

Agenda No.1 To approve the Minutes of the 2019 Annual General Shareholders' Meeting held on 4 April, 2019.

- ☐ (a) Proxy receiver has the right to consider and resolve on my behalf in all respects as appropriate
- ☐ (b) Proxy receiver will vote according to my intentions as follows
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda No.2 To acknowledge the directors' report on the company's performance.

Agenda No.3 To approve the balance sheet and income statement for the year ended December 31, 2019.

- ☐ (a) Proxy receiver has the right to consider and resolve on my behalf in all respects as appropriate
- ☐ (b) Proxy receiver will vote according to my intentions as follows
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda No. 4 To approve the profit allocation and dividend payment for the year 2019.

- ☐ (a) Proxy receiver has the right to consider and resolve on my behalf in all respects as appropriate
- ☐ (b) Proxy receiver will vote according to my intentions as follows
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda No. 5 To consider and elect the directors to replace the retiring directors.

- ☐ (a) Proxy receiver has the right to consider and resolve on my behalf in all respects as appropriate
- ☐ (b) Proxy receiver will vote according to my intentions as follows

Election of the individual directors

5.1 Consider election of Mr. Sitilarb Supsakorn a Director

- ☐ Approve ☐ Disapprove ☐ Abstain

5.2 Consider election of Mr. Surachet Supsakorn as a Director

- ☐ Approve ☐ Disapprove ☐ Abstain

5.3 Consider election of Mr. Chalit Limpanavech as an Independent

- ☐ Approve ☐ Disapprove ☐ Abstain

5.4 Consider election of Mrs. Achara Pricha as an Independent Director

- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda No. 6 To approve remuneration of directors for the 2020 year.

- ☐ (a) Proxy receiver has the right to consider and resolve on my behalf in all respects as appropriate
- ☐ (b) Proxy receiver will vote according to my intentions as follows

6.1 Consider and approve of remuneration for the Board of Directors

6.1.1 Working remuneration

- ☐ Approve ☐ Disapprove ☐ Abstain

6.1.2 Remuneration from company's performance

- ☐ Approve ☐ Disapprove ☐ Abstain

6.2 Consider and approve remuneration for the Audit Committee

- ☐ Approve ☐ Disapprove ☐ Abstain

Proxy Form (C) [Continued]

6.3 Consider and approve remuneration for the Nomination and Remuneration Committee

☐

Approve

☐

Disapprove

☐

Abstain

Agenda No.7 To approve the appointment and audit fees for the Auditor for fiscal year 2020

☐

(a) Proxy receiver has the right to consider and resolve on my behalf in all respects as appropriate

☐

(b) Proxy receiver will vote according to my intentions as follows

7.1 To approve the appointment of an auditor(s) for the year 2020

☐

Approve

☐

Disapprove

☐

Abstain

7.2 To approve audit fees for the year 2020

☐

Approve

☐

Disapprove

☐

Abstain

Agenda No. 8 To approve amendment of Clause 29 of Company's Articles of Association

☐

(a) Proxy receiver has the right to consider and resolve on my behalf in all respects as appropriate

☐

(b) Proxy receiver will vote according to my intentions as follows

☐

Approve

☐

Disapprove

☐

Abstain

Agenda No. 9 To consider other matters (if any)

☐

(a) Proxy receiver has the right to consider and resolve on my behalf in all respects as appropriate

☐

(b) Proxy receiver will vote according to my intentions as follows

☐

Approve

☐

Disapprove

☐

Abstain

(5) Voting by the proxy receiver for any agenda items not specified in this proxy form is deemed not to be a valid vote and not representative of my vote as a Shareholder

(6) In the event that I have not specified my intent with regard to voting on any agenda item, or have done so unclearly, or in the event that the Meeting considers or passes resolutions on any items not specified as aforementioned, including amendments, changes or additions, the proxy receiver has the right to consider and make resolutions on my behalf in all respects as appropriate

Any activity conducted by the proxy receiver at this Meeting, with the exception that the proxy recipient will not vote as per my instructions in this proxy form, is deemed to be my actions in all respects

Signed.....Proxy giver

(.....)

Signed.....Proxy receiver

(.....)

Or Signed.....Proxy receiver

(Mr. Virat Phairatphiboon)

Or Signed.....Proxy receiver

(Mr. Paisal Pongprayoon)

Or Signed.....Proxy receiver

(Mrs. Achara Pricha)

Note. 1. This Proxy Form Kor (C) is to be used specifically for Shareholders whose names appear in the Share Registrar as foreign investors who have appointed custodians in Thailand to oversee their shares

2. Documentation required for attachment with this Proxy Form

(1) Authorization letter for the custodian to act as signatory in this Proxy Form

(2) Confirmation letter that the said signatory conducts a business as a Custodian

3. The proxy transferor may provide the right of proxy to only one proxy recipient to attend the Meeting and vote; the number of shares may not be divisible among several proxy recipients to divide votes

4. In the event that more agenda items are to be considered than as aforementioned, the proxy giver may specify items as per the Continuation Sheet as attached

5. All independent Directors have no special conflict of interests except in agenda 6 and agenda 5 for only Mrs. Achara Pricha.

Proxy Form (C) [Continued]

The provider of proxy rights as a Shareholder in Tipco Foods Public Company Limited for the 2020 Annual General Shareholders' Meeting on Friday, 3 April 2020 at 10.00 hours at the Auditorium of the Head Offices, 5th floor, TIPCO Building, No. 118/1 Rama 6 Road, Samsen Nai. Payathai, Bangkok

Agenda No.Matter.....

☐ (a) Proxy receiver has the right to consider and resolve on my behalf in all respects as appropriate

☐ (b) Proxy receiver will vote according to my intentions as follows

☐ Approve ☐ Disapprove ☐ Abstain

Agenda No.Matter.....

☐ (a) Proxy receiver has the right to consider and resolve on my behalf in all respects as appropriate

☐ (b) Proxy receiver will vote according to my intentions as follows

☐ Approve ☐ Disapprove ☐ Abstain

Agenda No.Matter.....

☐ (a) Proxy receiver has the right to consider and resolve on my behalf in all respects as appropriate

☐ (b) Proxy receiver will vote according to my intentions as follows

☐ Approve ☐ Disapprove ☐ Abstain

Agenda No.Matter.....

☐ (a) Proxy receiver has the right to consider and resolve on my behalf in all respects as appropriate

☐ (b) Proxy receiver will vote according to my intentions as follows

☐ Approve ☐ Disapprove ☐ Abstain

Agenda No. 5.....Election of Directors (continued)

Name of Director.....

☐ Approve ☐ Disapprove ☐ Abstain

Name of Director

☐ Approve ☐ Disapprove ☐ Abstain

Name of Director

☐ Approve ☐ Disapprove ☐ Abstain

Name of Director

☐ Approve ☐ Disapprove ☐ Abstain