

Duty  
Stamps  
Baht 20

## Proxy Form C

Written at .....  
Date ..... Month ..... Year.....

1. I/We.....  
Residing at.....  
As custodian for.....  
Being a shareholder of **Dusit Thani Public Company Limited** holding a total number of .....shares and having rights to vote equivalent to .....votes as follows:  
Ordinary shares for.....shares and having rights equivalent to .....votes  
Preferred shares for.....shares and having rights equivalent to .....votes

2. Hereby authorize:

If choosing No. 1 please mark ☒  
and provide details of the proxy  
(proxies)

- ☐ 1. Name .....age.....  
Residing at.....;or,  
Name .....age.....  
Residing at .....;or,  
Name .....age.....  
Residing at .....

Anyone of these persons

If choosing No. 2 please mark ☒  
and choose one of the Independent  
Directors.

- ☐ 2. The Independent directors of the Company as follows  
☐ Professor Hiran Radeesri or  
☐ Mrs. Pranee Phasipol or  
☐ Professor Dr. Kittipong Kittayarak

(Information of the above Independent Directors is in Attachment No.9)

Anyone of the above to be my/our Proxy to attend and vote in the Annual General Meeting of Shareholders No.25/2018 which will be held on Monday April 23<sup>rd</sup>, 2018 at 2.30 p.m., at Dusit Thani Hall, The Dusit Thani Hotel, 946 Rama IV Road, Silom, Bangrak, Bangkok or on any changes in date, time and at other venue.

3. I/We hereby authorize the proxy to votes on my/our behalf at this Meeting, as follows;  
☐ (a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.  
☐ (b) The proxy shall vote in accordance with my/our wish as follows;  
☐ Ordinary shares for.....shares and having rights equivalent to .....votes  
☐ Preferred shares for.....shares and having rights equivalent to .....votes  
Total having rights equivalent to .....votes

4. I/We hereby authorize the proxy to votes on my/our behalf at this Meeting, as follows;

**Agenda 1 To consider and adopt the Minutes of the Annual General Meeting of Shareholders No. 24/2017**

- ☐ (a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (b) The proxy shall vote in accordance with my/our wish as follows;
- |                                  |                                     |                                  |
|----------------------------------|-------------------------------------|----------------------------------|
| <input type="checkbox"/> Approve | <input type="checkbox"/> Disapprove | <input type="checkbox"/> Abstain |
|----------------------------------|-------------------------------------|----------------------------------|

**Agenda 2 To acknowledge the annual report and the Board of Directors' report of the 2017 performance**

This agenda is for acknowledgement and does not require the voting.

**Agenda 3 To consider and approve the Financial Statements for the year ended December 31, 2017 and the auditors' report**

- ☐ (a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (b) The proxy shall vote in accordance with my/our wish as follows;
- |                                  |                                     |                                  |
|----------------------------------|-------------------------------------|----------------------------------|
| <input type="checkbox"/> Approve | <input type="checkbox"/> Disapprove | <input type="checkbox"/> Abstain |
|----------------------------------|-------------------------------------|----------------------------------|

**Agenda 4 To consider and approve the appropriation of profit for the year 2017 and dividend payment**

- ☐ (a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (b) The proxy shall vote in accordance with my/our wish as follows;
- |                                  |                                     |                                  |
|----------------------------------|-------------------------------------|----------------------------------|
| <input type="checkbox"/> Approve | <input type="checkbox"/> Disapprove | <input type="checkbox"/> Abstain |
|----------------------------------|-------------------------------------|----------------------------------|

**Agenda 5 To consider and approve the appointment of directors to replace those whose tenure will end**

- ☐ (a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (b) The proxy shall vote in accordance with my/our wish as follows;
- |  |                                     |                                  |
|--|-------------------------------------|----------------------------------|
| <input type="checkbox"/> The appointment of the whole set of Directors.        |                                     |                                  |
| <input type="checkbox"/> Approve   | <input type="checkbox"/> Disapprove | <input type="checkbox"/> Abstain |
| <input type="checkbox"/> The appointment of individual Director(s) as follows; |                                     |                                  |
| 1. <b>Professor Hiran Radeesri</b>   |                                     |                                  |
| <input type="checkbox"/> Approve   | <input type="checkbox"/> Disapprove | <input type="checkbox"/> Abstain |
| 2. <b>Professor Emeritus Dr. Khunying Suchada Kiranandana</b>                  |                                     |                                  |
| <input type="checkbox"/> Approve   | <input type="checkbox"/> Disapprove | <input type="checkbox"/> Abstain |
| 3. <b>Mr. Chanin Donavanik</b>   |                                     |                                  |
| <input type="checkbox"/> Approve   | <input type="checkbox"/> Disapprove | <input type="checkbox"/> Abstain |
| 4. <b>Mr. Teerapol Chotichanapibal</b>   |                                     |                                  |
| <input type="checkbox"/> Approve   | <input type="checkbox"/> Disapprove | <input type="checkbox"/> Abstain |

**Agenda 6 To determine the board of directors' remuneration for the year 2018**

- ☐ (a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (b) The proxy shall vote in accordance with my/our wish as follows;
- ☐ Approve ☐ Disapprove ☐ Abstain

**Agenda 7 To consider and approve the appointment of auditor and fix the remuneration for the year 2018**

- ☐ (a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (b) The proxy shall vote in accordance with my/our wish as follows;
- ☐ Approve ☐ Disapprove ☐ Abstain

**Agenda 8 To consider and approve the amendment to the Clause 28 of the Company's Articles of Association**

- ☐ (a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (b) The proxy shall vote in accordance with my/our wish as follows;
- ☐ Approve ☐ Disapprove ☐ Abstain

**Agenda 9 To consider other matters (if any)**

- ☐ (a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (b) The proxy shall vote in accordance with my/our wish as follows;
- ☐ Approve ☐ Disapprove ☐ Abstain

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

6. In case I/we have not declared a voting intention in any agenda or in any of my /our determination or in case the meeting considers or passes resolution in agenda apart from those agenda specified above. Including the case that there is any amendment or addition of any fact, the proxy holder shall have the right to reasonably consider and vote as to his/her consideration.

I/We shall be fully liable for any action taken by proxy holder at the meeting, unless the proxy holder abstain vote according to me/us specified in the proxy.

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

Remarks:

1. Only foreign shareholders who are recorded in the registration book and have custodian in Thailand can use the Proxy Form C.
2. Evidence to be enclosed with the Proxy Form are:
  - (1) Power of Attorney from shareholder authorizes a custodian to sign a Proxy Form on behalf of shareholder.
  - (2) Letter of certification to certify that the signer in the Proxy Form has a permit to act as a custodian.
3. The shareholder appointing the proxy must authorized only one proxy to attend and vote at the meeting and may not split the number of the shares to many proxies for splitting votes.
4. In respect of the agenda as to the election of the directors, either the whole set of the directors or only certain member may be voted for.
5. In excess of the agendas stipulated above, additional agendas can be specified in the Attachment to Proxy Form C, as enclosed.

## Attachment to Proxy Form C

The proxy as Shareholder of **Dusit Thani Public Company Limited**

In the Annual General Meeting of Shareholders No.25/2018 which will be held on Monday April 23<sup>rd</sup>, 2018 at 2.30 p.m., at Dusit Thani Hall, The Dusit Thani Hotel, 946 Rama IV Road, Silom, Bangrak, Bangkok or on any changes in date, time and at other venue.

- ☐ Agenda.....Subject.....
- ☐ (a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (b) The proxy shall vote in accordance with my/our wish as follows;
  - ☐ Approve.....votes ☐ Disapprove.....votes ☐ Abstain.....votes
- ☐ Agenda.....Subject.....
- ☐ (a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (b) The proxy shall vote in accordance with my/our wish as follows;
  - ☐ Approve.....votes ☐ Disapprove.....votes ☐ Abstain.....votes
- ☐ Agenda.....Subject.....
- ☐ (a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (b) The proxy shall vote in accordance with my/our wish as follows;
  - ☐ Approve.....votes ☐ Disapprove.....votes ☐ Abstain.....votes
- ☐ Agenda.....Subject.....
- ☐ (a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (b) The proxy shall vote in accordance with my/our wish as follows;
  - ☐ Approve.....votes ☐ Disapprove.....votes ☐ Abstain.....votes
- ☐ Agenda.....Subject.....
- ☐ (a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (b) The proxy shall vote in accordance with my/our wish as follows;
  - ☐ Approve.....votes ☐ Disapprove.....votes ☐ Abstain.....votes

☐ Agenda .....To elect Directors (continued)

Name.....  
☐ Approve.....votes ☐ Disapprove.....votes ☐ Abstain.....votes

Name.....  
☐ Approve.....votes ☐ Disapprove.....votes ☐ Abstain.....votes

Name.....  
☐ Approve.....votes ☐ Disapprove.....votes ☐ Abstain.....votes

Name.....  
☐ Approve.....votes ☐ Disapprove.....votes ☐ Abstain.....votes

Name.....  
☐ Approve.....votes ☐ Disapprove.....votes ☐ Abstain.....votes

Name.....  
☐ Approve.....votes ☐ Disapprove.....votes ☐ Abstain.....votes

Name.....  
☐ Approve.....votes ☐ Disapprove.....votes ☐ Abstain.....votes

Name.....  
☐ Approve.....votes ☐ Disapprove.....votes ☐ Abstain.....votes

Name.....  
☐ Approve.....votes ☐ Disapprove.....votes ☐ Abstain.....votes

Name.....  
☐ Approve.....votes ☐ Disapprove.....votes ☐ Abstain.....votes

Name.....  
☐ Approve.....votes ☐ Disapprove.....votes ☐ Abstain.....votes

Name.....  
☐ Approve.....votes ☐ Disapprove.....votes ☐ Abstain.....votes

Name.....  
☐ Approve.....votes ☐ Disapprove.....votes ☐ Abstain.....votes