

STAMP
BAHT 20

PROXY FORM B

Written at

Date Month Year 2016

(1) I / WE Nationality with address at No.
Road Tambol / Kwaeng Amphur / Khet.....
Province Postal Code

(2) being a shareholder of **WAVE Entertainment Public Company Limited**

holding share(s) and with the voting rights of vote(s) as follows :-

Ordinary share share(s) and with the voting rights of..... vote(s)

Preferred shareshare(s) and with the voting rights of..... vote(s)

(3) hereby appoint either one of the following persons :

(1) Mr./Mrs./Miss age years with address at No.
Road Tambol / Kwaeng Amphur / Khet Province Postal Code or

(2) Mr./Mrs./Miss age years with address at No.
Road Tambol / Kwaeng Amphur / Khet Province Postal Code or

(3) Mr./Mrs./Miss **Prasert Patradhilok**... age ...58..... years with address at No. 77/220 Moo 6 Tambol / ~~Kwaeng~~
.....Banmai..... Amphur / ~~Khet~~Pakkret..... Province ...Nonthaburi..... Postal Code ..11120.....

, who having no special interest in the agenda of the meeting,

as only one of my / our proxy to attend and vote on my / our behalf at the Annual General Meeting of Shareholders for the year 2016 (No. 23/2016) be held on April 29, 2016 at 2:00 p.m., venue at Maleenont Tower (M2 Bldg.) Floor 8 No. 3199 Rama 4 Rd., Klongton , Klongtoey , Bangkok, 10110 or at any adjournment thereof.

(4) I hereby appoint the proxy holder to vote on my / our behalf at this meeting as follows:

Agenda No. 1 To consider and certify the minutes of the Annual General Meeting for the year 2015 (No. 22/2015) held on 30 April 2015

(a) The proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with my / our following instruction:

Approve

Disapprove

Abstain

Agenda No. 2 To consider and acknowledge the report on the Company's performance and the annual report for year 2015

(a) The proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with my / our following instruction:

Approve

Disapprove

Abstain

Agenda No. 3 To consider and approve the Company's financial statement for the year ending 31 December 2015 and acknowledge the operating result of the year 2015

- (a) The proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with my / our following instruction:
 Approve Disapprove Abstain

Agenda No. 4 To consider and approve the non-payment of dividend for the year 2015

- (a) The proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with my / our following instruction:
 Approve Disapprove Abstain

Agenda No.5 To consider and approve the appointment of directors in replacement of those who retired by rotation

- (a) The proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with my / our following instruction:
- To elect directors as a whole
 Approve Disapprove Abstain
- To elect each director individually
1. Mr. Matthew Kichodhan
 Approve Disapprove Abstain
2. Mr. Somsak Phayapdacharchai
 Approve Disapprove Abstain
3. Dr. Cathleen Maleenont
 Approve Disapprove Abstain

Agenda No. 6 To consider and approve the determination of remuneration of the Board of Directors and sub-committee for the year 2016

- (a) The proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with my / our following instruction:
 Approve Disapprove Abstain

Agenda No. 7 To consider and approve the appointment of auditor and the determination of remuneration of auditor for the year 2016

- (a) The proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with my / our following instruction:
 Approve Disapprove Abstain

Agenda No. 8 Other businesses (if any)

- (a) The proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with my / our following instruction:
 Approve Disapprove Abstain

(5) Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

(6) In the case that I do not specify my / our intentions to vote for any Agenda, or have not already specified my / our intentions, or the meeting considers and resolves additional matters, or in the case that the meeting considers or resolves other matters which are not included in the Agenda above, including any change or increase of any information, the proxy holder shall have the right to consider and give resolution on my / our behalf as is deemed appropriate.

For any act performed by the proxy holder at the meeting, it shall be deemed as such acts had been done by me / us in all respects except for vote of the proxy which is not in accordance with this proxy form.

Signed Shareholder
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

- Remarks**
1. A shareholder appointing a proxy must authorize only one proxy to attend the meeting and vote and shall not allocate the number of shares to several proxies to vote separately.
 2. The Agenda relating to election of directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually.
 3. In case there are agenda other than the agenda specified above, the additional statement can be specified by the shareholder in the supplement of Proxy Form as enclosed.