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## PROXY FORM B

Written at .....

Date ..... Month ..... Year 2019

(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 share ..... share(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 Patradhiloc**..... age ....61... 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 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 2019 (No. 26/2019) be held on April 30, 2019 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 of Shareholders (No. 25/2018) held on 30 April 2018**

(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 for the year 2018 and the annual report for year 2018**

(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 statements for the year ending 31 December 2018**

- (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 2018**

- (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 2019**

- (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 2019**

- (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 To consider and approve the amendment of the Company's Articles of Association**

- (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. 9 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** The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.