



**PROXY FORM C (FOR FOREIGN SHAREHOLDER
APPOINTING CUSTODIAN IN THAILAND)**

Written at

Date Month Year 2019

(1) I / WE Nationality
with address at Road Sub-District
District Province Postal Code
acting as the custodian for
being a shareholder of WAVE Entertainment Public Company Limited holding the total amount of shares with the voting rights of votes as follows;

- ordinary share shares with the voting rights of votes
 preferred share shares with the voting rights of votes

(2) do hereby appoint either one of the following+ persons:

1 Age Years
with address at Road Sub-District
District Province Postal Code or

2 Age Years
with address at Road Sub-District
District Province Postal Code or

3. Mr./~~Mrs./Miss~~ **Prasert Patradhilok** 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 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 2019 (No. 26/2019) be held on April 30, 2019, 2.00 pm at Floor 8, Maleenont Tower (M2 Bldg.) No. 3199 Rama 4 Rd., Klongton, Klongtoey , Bangkok, 10110 or at any adjournment thereof.

(3) I / We authorize my / our Proxy to attend and cast the votes as follows:

- The Proxy is authorized for all shares held and entitled to vote.
 -The Proxy is authorized for certain shares as follows:
- ordinary share shares, entitling to vote votes
- preferred share - shares, entitling to vote - votes

Total entitled vote votes

(4) I / We authorize my / our Proxy to cast the votes according to my / our intention 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 votes Disapprove votes Abstain votes

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 votes Disapprove votes Abstain votes

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 votes Disapprove votes Abstain votes

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 votes Disapprove votes Abstain votes

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 votes Disapprove votes Abstain votes

- To elect each director individually
 1. Mr. Matthew Kichodhan
Approve votes Disapprove votes Abstain votes

2. Mr. Somsak Phayapdacharchai
Approve votes Disapprove votes Abstain votes

3. Dr. Cathleen Maleenont
Approve votes Disapprove votes Abstain votes

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 votes Disapprove votes Abstain votes

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 votes Disapprove votes Abstain votes

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 votes Disapprove votes Abstain votes

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 votes Disapprove votes Abstain votes

(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 case I do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my / our behalf as the Proxy deems appropriate.

For any act performed by the Proxy 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. This Proxy Form C shall be applicable only for the Shareholders listed in the share register book as the foreign investors appointing the Custodian in Thailand.
2. The following documents shall be attached with this Proxy Form:
 - (1) Power of Attorney from a shareholder authorizing a custodian to sign the Proxy Form on behalf of the shareholder.
 - (2) Letter certifying that the person signing the Proxy Form is authorized to engage in custodian business.
3. 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.
4. In the agenda relating the election of Directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually.
5. In case there are agenda other than the agenda specified above, the additional statement can be specified by the Shareholder in the Allonge of Proxy Form as enclosed.