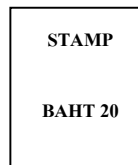


PROXY FORM C (FOR FOREIGN SHAREHOLDER
APPOINTING CUSTODIAN IN THAILAND)

According to Regulation of Department of Business Development

Re: Form of Proxy (No. 5) B.E. 2550



Written at _____

Date ____ Month _____ Year 2014

(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 Tipawan Wuttisarn... age ...66..... years with address at No. 180/32 ... Soi Petchkasem 16.....Road
.... Petchkasem... Tambol / Kwaeng Wat Tha Phra..... Amphur / Khet Bangkok Yai..... Province ...Bangkok.....

Postal Code, 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 2014 Annual General Meeting of Shareholders (The 21th Meeting) to be held on April 25, 2014, 2.00 pm at Floor 8, Maleenont Tower (M2 Bldg.) No. 3199 Rama 4 Rd., Klongton , Klongtoey , Bangkok 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 certify the Minutes of the Annual General Meeting of Shareholders No. 20/2013.

(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 and the Annual Report for the year 2013

(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 Statement of Financial Position and Statement of Comprehensive Income for the year 2013.

(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 dividend for the year 2013.

(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 election 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. Ms. Tracy Ann Maleenont

Approve _____ votes Disapprove _____ votes Abstain _____ votes

2. Ms. Piyawadee Maleenont

Approve _____ votes Disapprove _____ votes Abstain _____ votes

3. M.L. Nalinee Hastintra

Approve _____ votes Disapprove _____ votes Abstain _____ votes

4. Ms. Manida Zimmerman

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Agenda No. 6 To consider and approve the remuneration for the board of directors and sub committees for the year 2014.

(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 audit fee for the year 2014.

(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 acquisition of shares in Efficient English Services Limited.

(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.