



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

Written at .....

Date ..... Month ..... Year 2021

(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 .....

3. Mr./Mrs./Miss ..... **Prasert Patradhilok** ..... age ...63..... 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 each of all the agendas except Agenda No. 5 to consider and approve the reappointment of  
directors who retried by rotation 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 2021 (No. 28/2021) be held on April 29, 2021, 2.00 pm., venue at Maleenont Tower (M2 Bldg.) Floor 8 No. 3199 Rama  
4 Rd., Klongton Sub-district , Klong-toey District , 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 2020 Annual General Meeting of Shareholders (No. 27/2020) held on 30 July 2020**

(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 2020 and the annual report for year 2020**

(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 2020**

(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 2020**

(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 reappointment of directors 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. Prasert Patradhilok

Approve ..... votes Disapprove ..... votes Abstain ..... votes

2. Mr. Chaipranin Visudhipol

Approve ..... votes Disapprove ..... votes Abstain ..... votes

3. Mr. Philipp Oliver Piaz

Approve ..... votes Disapprove ..... votes Abstain ..... votes

4. Mr. Kijcharnpit Sukangwanwit

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 2021**

- (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 2021**

- (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 decrease of the Company's registered capital in the amount of Baht 576,925,916 from Baht 1,520,842,672 to Baht 943,916,756 by canceling the issued and unsold shares and approved to propose for amendment of Clause 4. of the Company's Memorandum of Association to be in line with such capital decrease**

- (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 To consider and approve the increase of the Company's registered capital in the amount of not exceeding Baht 471,083,244 from Baht 943,916,756 to Baht 1,415,000,000 by issuing newly issued ordinary shares of not exceeding 471,083,244 shares at the par value of Baht 1 per share under the General Mandate and approved to propose for amendment of Clause 4. of the Company's Memorandum of Association to be in line with such capital increase**

- (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. 10 To consider and approve the allocation of newly issued shares of up to 471,083,244 shares with a par value of THB 1 per shares**

- (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. 11 To 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.