

<b>STAMP BAHT 20</b>
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**PROXY FORM B**

Written at .....

Date ..... Month ..... Year 2022

(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 Patradhilok**..... age ...64... 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 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 2022 (No. 29/2022) be held on April 11, 2022 at 2:00 p.m., in the form of electronic meeting (E-AGM), venue at Maleenont Tower (M1 Bldg.) Floor 15 No. 3199 Rama 4 Rd., Klongton Sub-district , Klong-toey District , 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 AGM of the year 2021 (No. 28/2021) held on 29 April 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  Disapprove  Abstain

**Agenda No. 2 To consider and acknowledge the report on the Company's performance for the year 2021 and the annual report for 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  Disapprove  Abstain

**Agenda No. 3 To consider and approve the Company's financial statements for the year ending 31 December 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  Disapprove  Abstain

**Agenda No. 4 To consider and approve the omission of profits allocation for legal reserve funds and the non-payment of dividend 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  Disapprove  Abstain

**Agenda No. 5 To consider and approve the re-election of directors who must resign 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 2022**

- (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 2022**

- (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 reduction of the Company's registered capital from the existing registered capital of Baht 1,415,000,000 to the new registered capital of Baht 943,916,755 by cancelling the number of registered shares which have not been offered and sold in the amount of 471,083,245 shares at a par value of Baht 1 each and approve the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the reduction of the Company's registered capital**

- (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 To consider and approve the allocation of the legal reserve fund and the reserve fund of share premium to compensate the accumulated losses**

- (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. 10 To consider and approve the reduction of the Company's registered capital in the amount of Baht 471,958,377.50 from the registered capital of Baht 943,916,755 to the registered capital of Baht 471,958,377.50 and the reduction of the Company's paid-up capital by decreasing the par value of the Company's shares from Baht 1 to Baht 0.50 each to compensate the accumulated losses and approve the amendment of Clause 4. of the Company's Memorandum of Association to be in line with the reduction of the Company's registered capital**

- (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. 11 To consider and approve the increase of registered capital under the general mandate scheme in the amount of not exceeding Baht 235,578,510 from the registered capital of Baht 471,958,377.50 to the registered capital of Baht 707,536,887.50 by issuing newly issued ordinary shares of not exceeding 471,157,020 shares at a par value of Baht 0.50 each and approve the amendment of Clause 4. of the Company's Memorandum of Association in line with the increase of registered capital**

- (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. 12 To consider and approve the allotment of new ordinary shares in the amount of not exceeding 471,157,020 shares with a par value of Baht 0.50 per share to support the allotment to the existing shareholders per their respective shareholdings (Right Offering), Public Offering and Private Placement under the general mandate scheme**

- (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. 13 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. However, if the proxy fails to proceed as appointed and such failure causes damage to the shareholder, such shareholder will be eligible to pursue the legal proceedings.

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.