



Proxy (Form A.)

(Duty Stamp of Baht 20 is required)

Made at .....

Date ..... Month ..... B.E.....

(1) I/We ..... Nationality .....
Residing at.....No.....Road..... Tambol/Kwaeng.....
Amphur/Khet.....Province.....Post Code .....

(2) am/are a shareholder of Vanachai Group Public Company Limited.
holding the total number of .....shares and having vote the right to vote equal to.....votes
as follows:

- Ordinary shares.....shares and having vote the right to vote equal to.....votes.
- Preferred shares.....shares and having vote the right to vote equal to.....votes

(3) hereby appoint

- [ ] (1) Mr. Sompop Sahawat Age 72 Years Position Chairman
Residing at 2/1 Wongsawang Rd., Kwaeng Wongsawang, Khet Bangsue, Bangkok or
[ ] (2) Mr. Suetrakul Soonthornthum Age 82 Years Position Vice Chairman / Independent Director
Residing at 27 Soi Sathorn 9, Kwaeng Yannawa, Khet Sathorn, Bangkok or
[ ] (3) .....Age .....Year
Residing at.....Road..... Tambol/Kwaeng.....
Amphur/Khet.....Province.....Post Code .....

Only one of them to represent myself/ourselves for attending and voting on my/our behalf at the Annual General Meeting of Shareholders of the year 2024 to be held on Wednesday 24 April 2024 at 10.00 hrs. at Phra Visanu Room, 3rd Floor, The Asawin Grand Convention Hotel at No. 88 Vibhavadi Rangsit Road (Kamphaeng Phet 6), Kwaeng Talad Bangkhen, Khet Laksi, Bangkok 10210 or such other date, time and place as the Meeting may be adjourned.

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.

Signature..... Grantor
(.....)

Signature..... Proxy
(.....)

Signature..... Proxy
(.....)

Note

A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the votes on its behalf and all votes of a shareholder may not be split for more than one proxy.







Proxy (Form B.)

(Duty Stamp of Baht 20 is required)

Written at .....

Date ..... Month ..... B.E.....

(1) I/We ..... Nationality .....

Residing at.....No.....Road..... Tambol/Kwaeng.....

Amphur/Khet.....Province.....Post Code .....

(2) am/are a shareholder of Vanachai Group Public Company Limited.

holding the total number of .....shares and having the right to vote equal to.....votes

as follows:

- Ordinary share.....shares and having the right to vote equal to.....votes.

- Preferred share.....shares and having the right to vote equal to.....votes.

(3) hereby appoint

(1) Mr. Sompop Sahawat Age 72 Years Position Chairman

Residing at 2/1 Wongsawang Rd., Kwaeng Wongsawang, Khet Bangsue, Bangkok or

(2) Mr. Suebtrakul Soonthornthum Age 82 Years Position Vice Chairman / Independent Director

Residing at 27 Soi Sathorn 9, Kwaeng Yannawa, Khet Sathorn, Bangkok or

(3) .....Age .....Year

Residing at.....Road..... Tambol/Kwaeng.....

Amphur/Khet.....Province.....Post Code.....

Only one of them to represent myself/ourselves for attending and voting on my/our behalf at the Annual General Meeting of Shareholders of the year 2024 to be held on Wednesday 24 April 2024 at 10.00 hrs. at Phra Visanu Room, 3<sup>rd</sup> Floor, The Asawin Grand Convention Hotel at No. 88 Vibhavadi Rangsit Road (Kamphaeng Phet 6), Kwaeng Talad Bangkhen, Khet Laksi, Bangkok 10210 or such other date, time and place as the Meeting may be adjourned.

(4) I/We authorize the Proxy to vote on my/our behalf at the meeting as follows:

Agenda 1 To consider and certify the Minutes of the Annual General Meeting of Shareholders 2023 held on 24 April 2023

(A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

(B) The Proxy may consider the matters and vote on my/our behalf as follows:

Approve  Not approve  Abstain

Agenda 2 To acknowledge the Annual Report 2023 of the Board of Directors

Agenda 3 To consider and approve the company's balance sheet and income statements for the fiscal year ended 31 December 2023

(A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

(B) The Proxy may consider the matters and vote on my/our behalf as follows:

Approve  Not approve  Abstain







Agenda 4 To consider and approve the allocation of profit for the 2023

- (A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (B) The Proxy may consider the matters and vote on my/our behalf as follows:
- Approve       Not approve       Abstain

Agenda 5 To consider and approve the election of directors replace those retiring by rotation

- (A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (B) The Proxy may consider the matters and vote on my/our behalf as follows:
- To elect directors as a whole
- Approve       Not approve       Abstain
- To elect directors individually
- Name of director Mr. Suebtrakul Soonthornthum
- Approve       Not approve       Abstain
- Name of director Mr. Suthep Chaipattanavanich
- Approve       Not approve       Abstain
- Name of director Mr. Somprasong Sahavat
- Approve       Not approve       Abstain
- Name of director Mr. Sittiwat Sahawat
- Approve       Not approve       Abstain
- Name of director Mr. Vichai Nivespathomwat
- Approve       Not approve       Abstain

Agenda 6 To consider and approve the remuneration of directors

- (A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (B) The Proxy may consider the matters and vote on my/our behalf as follows:
- Approve       Not approve       Abstain

Agenda 7 To consider and approve the appointment of the company's auditors and determine the audit fee for year 2024

- (A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (B) The Proxy may consider the matters and vote on my/our behalf as follows:
- Approve       Not approve       Abstain







Agenda 8 Other (if any)

- (A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (B) The Proxy may consider the matters and vote on my/our behalf as follows:
  - Approve       Not approve       Abstain

(5) Voting by the Proxy in any agenda that is not in accordance to that specified on this proxy form is deemed invalid and not mine/ours as a shareholder.

(6) If I/We do not specify or clearly specify my/our intention to vote in any agenda, or if there is any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any facts, the Proxy shall be authorized to consider the matters and vote on my/our behalf as the Proxy deems appropriate.

Any act(s) performed by the proxy at the Meeting, except such vote(s) that is (are) not in accordance to my/our intentions specified on this proxy form, shall be deemed to be the action(s) performed by myself/ourselves in all respects.

Signature..... Grantor  
(.....)

Signature..... Proxy  
(.....)

Signature..... Proxy  
(.....)

Note

1. A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the votes on its behalf and all votes of a shareholder may not be split for more than one proxy.
2. In respect of the agenda as to the appointment and election of the directors, either the whole set of the directors or only certain member may be voted for.
3. In case there is more agenda than those specified above, the shareholder may display such additional agenda in the attached supplemental Proxy Form B.









Supplemental Proxy Form B.

As the Proxy to act on behalf of the shareholder of Vanachai Group Public Company Limited

The Annual General Meeting of Shareholders of the year 2024 on Wednesday 24 April 2024 at 10.00 hrs. at Phra Visanu Room, 3rd Floor, The Asawin Grand Convention Hotel at No. 88 Vibhavadi Rangsit Road (Kamphaeng Phet 6), Kwaeng Talad Bangkhen, Khet Laksi, Bangkok 10210 or on such other date and at such other place as may be adjourned or changed.

Agenda..... : Re:.....

- (A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (B) The Proxy may consider the matters and vote on my/our behalf as follows:
  - Approve       Not approve       Abstain

Agenda..... : Re:.....

- (A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (B) The Proxy may consider the matters and vote on my/our behalf as follows:
  - Approve       Not approve       Abstain

Agenda..... : Re:.....

- (A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (B) The Proxy may consider the matters and vote on my/our behalf as follows:
  - Approve       Not approve       Abstain

Agenda..... : Re:.....

- (A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (B) The Proxy may consider the matters and vote on my/our behalf as follows:
  - Approve       Not approve       Abstain

Agenda..... : Re:.....

Name of director.....

- Approve       Not approve       Abstain

Name of director.....

- Approve       Not approve       Abstain

Name of director.....

- Approve       Not approve       Abstain

Name of director.....

- Approve       Not approve       Abstain

Name of director.....

- Approve       Not approve       Abstain



Agenda..... : Re:.....

- (A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (B) The Proxy may consider the matters and vote on my/our behalf as follows:
  - Approve
  - Not approve
  - Abstain

Agenda..... : Re:.....

- (A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (B) The Proxy may consider the matters and vote on my/our behalf as follows:
  - Approve
  - Not approve
  - Abstain

Agenda..... : Re:.....

- (A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (B) The Proxy may consider the matters and vote on my/our behalf as follows:
  - Approve
  - Not approve
  - Abstain





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

(Duty Stamp of Baht 20 is required)

Made at .....

Date ..... Month ..... B.E.....

(1) I/We .....

with address at .....No.....Road..... Tambol/Kwaeng.....

Amphur/Khet.....Province.....Post Code .....

Acting as the custodian for.....

I/We am/are a shareholder of Vanachai Group Public Company Limited.

holding the total number of .....shares and having the right to vote equal to.....votes

as follows:

- Ordinary share.....shares and having the right to vote equal to.....votes.

- Preferred share.....shares and having the right to vote equal to.....votes.

(2) hereby appoint

(1) Mr. Sompop Sahawat Age 72 Years Position Chairman

Residing at 2/1 Wongsawang Rd., Kwaeng Wongsawang, Khet Bangsue, Bangkok or

(2) Mr. Suebrakul Soonthornthum Age 82 Years Position Vice Chairman / Independent Director

Residing at 27 Soi Sathorn 9, Kwaeng Yannawa, Khet Sathorn, Bangkok or

(3) .....Age .....Year

Residing at.....Road.....Tambol/Kwaeng.....

Amphur/Khet.....Province.....Post Code .....

Only one of them to represent myself/ourselves for attending and voting on my/our behalf at the Annual General Meeting of Shareholders of the year 2024 to be held on Wednesday 24 April 2024 at 10.00 hrs. at Phra Visanu Room, 3<sup>rd</sup> Floor, The Asawin Grand Convention Hotel at No. 88 Vibhavadi Rangsit Road (Kamphaeng Phet 6), Kwaeng Talad Bangkokhen, Khet Laksi, Bangkok 10210 or such other date, time and place as the Meeting may be adjourned.

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

The Proxy is authorize for all shares held and entitled to vote.

The Proxy is authorize for certain shares as follows:

ordinary shares..... shares, entitling to vote.....votes

preferred shares.....shares, entitling to vote.....votes

Total entitling vote.....votes.

(4) I/We authorize the Proxy to vote on my/our behalf at the meeting as follows:

Agenda 1 To consider and certify and the Minutes of the Annual General Meeting of Shareholders 2023 held on 24 April 2023

(A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

(B) The Proxy may consider the matters and vote on my/our behalf as follows:

Approve.....votes  Not approve.....votes  Abstain.....votes







Agenda 2 To acknowledge the Annual Report 2023 of the Board of Directors

Agenda 3 To consider and approve the company's balance sheet and income statements for the fiscal year ended 31 December 2023

- (A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (B) The Proxy may consider the matters and vote on my/our behalf as follows:
  - Approve.....votes     Not approve.....votes     Abstain.....votes

Agenda 4 To consider and approve the allocation of profit for the 2023

- (A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (B) The Proxy may consider the matters and vote on my/our behalf as follows:
  - Approve.....votes     Not approve.....votes     Abstain.....votes

Agenda 5 To consider and approve the election of directors replace those retiring by rotation

- (A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (B) The Proxy may consider the matters and vote on my/our behalf as follows:
  - To elect directors as a whole
    - Approve.....votes     Not approve.....votes     Abstain.....votes
  - To elect directors individually
    - Name of director Mr. Suebtrakul Soonthornthum
      - Approve.....votes     Not approve.....votes     Abstain.....votes
    - Name of director Mr. Suthep Chaipattanavanich
      - Approve.....votes     Not approve.....votes     Abstain.....votes
    - Name of director Mr. Somprasong Sahavat
      - Approve.....votes     Not approve.....votes     Abstain.....votes
    - Name of director Mr. Sittiwat Sahawat
      - Approve.....votes     Not approve.....votes     Abstain.....votes
    - Name of director Mr. Vichai Nivespathomwat
      - Approve.....votes     Not approve.....votes     Abstain.....votes

Agenda 6 To consider and approve the remuneration of directors

- (A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (B) The Proxy may consider the matters and vote on my/our behalf as follows:
  - Approve.....votes     Not approve.....votes     Abstain.....votes

Agenda 7 To consider and approve the appointment of the company's auditors and determine the audit fee for year 2024

- (A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (B) The Proxy may consider the matters and vote on my/our behalf as follows:
  - Approve.....votes     Not approve.....votes     Abstain.....votes







Agenda 8 Other (if any)

(A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

(B) The Proxy may consider the matters and vote on my/our behalf as follows:

Approve.....votes  Not approve.....votes  Abstain.....votes

(5) Voting by the Proxy in any agenda that is not in accordance to that specified on this proxy form is deemed invalid and not mine/ours as a shareholder.

(6) If I/We do not specify or clearly specify my/our intention to vote in any agenda, or if there is any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any facts, the Proxy shall be authorized to consider the matters and vote on my/our behalf as the Proxy deems appropriate.

Any act(s) performed by the proxy at the Meeting, except such vote(s) that is(are) not in accordance to my/our intentions specified on this proxy form, shall be deemed to be the action(s) performed by myself/ourselves in all respects.

Signature..... Grantor  
(.....)

Signature..... Proxy  
(.....)

Signature..... Proxy  
(.....)

Signature..... Proxy  
(.....)

Note

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. A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the votes on its behalf and all votes of a shareholder may not be split for more than one proxy.
4. In the agenda relating the election of Directors, it is applicable to elect either nominated directors as a whole or elect each nominate director individually.
5. In case there is more agenda than those specified above, the shareholder may display such additional agenda in the attached supplemental Proxy Form C.









### Supplement Proxy Form C.

As the Proxy to act on behalf of the shareholder of Vanachai Group Public Company Limited

The Annual General Meeting of Shareholders of the year 2024 on Wednesday 24 April 2024 at 10.00 hrs. at Phra Visanu Room, 3<sup>rd</sup> Floor, The Asawin Grand Convention Hotel at No. 88 Vibhavadi Rangsit Road (Kamphaeng Phet 6), Kwaeng Talad Bangkhen, Khet Laksi, Bangkok 10210 or on such other date and at such other place as may be adjourned or changed.

Agenda..... : Re:.....

(A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

(B) The Proxy may consider the matters and vote on my/our behalf as follows:

Approve.....votes  Not approve.....votes  Abstain.....votes

Agenda..... : Re:.....

(A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

(B) The Proxy may consider the matters and vote on my/our behalf as follows:

Approve.....votes  Not approve.....votes  Abstain.....votes

Agenda..... : Re:.....

(A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

(B) The Proxy may consider the matters and vote on my/our behalf as follows:

Approve.....votes  Not approve.....votes  Abstain.....votes

Agenda..... : Re:.....

(A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

(B) The Proxy may consider the matters and vote on my/our behalf as follows:

Approve.....votes  Not approve.....votes  Abstain.....votes

Agenda..... : Re:.....

Name of director.....

Approve.....votes  Not approve.....votes  Abstain.....votes

Name of director.....

Approve.....votes  Not approve.....votes  Abstain.....votes

Name of director.....

Approve.....votes  Not approve.....votes  Abstain.....votes

Name of director.....

Approve.....votes  Not approve.....votes  Abstain.....votes

Name of director.....

Approve.....votes  Not approve.....votes  Abstain.....votes



Agenda..... : Re:.....

(A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

(B) The Proxy may consider the matters and vote on my/our behalf as follows:

Approve.....votes  Not approve.....votes  Abstain.....votes

Agenda..... : Re:.....

(A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

(B) The Proxy may consider the matters and vote on my/our behalf as follows:

Approve.....votes  Not approve.....votes  Abstain.....votes

Agenda..... : Re:.....

(A) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

(B) The Proxy may consider the matters and vote on my/our behalf as follows:

Approve.....votes  Not approve.....votes  Abstain.....votes







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**VANACHAI GROUP PUBLIC COMPANY LIMITED**

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**Facsimile :** 0-2587-9556, 0-2587-0516

**E-mail :** [vanachai@vanachai.com](mailto:vanachai@vanachai.com)