



Proxy Form Form B

For individuals and juristic persons

- **Please sign your name on page 3 and attach a certified copy of ID card.**
- **Please send the full set of proxy form together with the barcode page to the Company.**
- **If you wish to assign your proxy holder to cast the vote on your own behalf at the proxy holder's own discretion in respect of any agenda, please put X in a box in front of paragraph (a) in such agenda.**
- **If you wish to assign your proxy holder to cast the vote on your own behalf in accordance with your instructions in respect of any agenda, please put X in a box in front of paragraph (b) in such agenda**

Form of Proxy, Form B
(Form Specifying Various Particulars for Authorisation Containing Specific Details)
Annexed to Notice of Department of Business Development
Re: Form of Proxy (No. 5) B.E. 2550

Made at

Date Month Year

(1) I/We Nationality
residing/located at No., Road, Tambol/Kwaeng
Amphur/Khet, Province, Postal Code

(2) Being a shareholder of Thoresen Thai Agencies Public Company Limited,

holding shares in total which are entitled to cast votes as follows:

Ordinary shares: shares in total which are entitled to cast votes; and

Preferred shares: shares in total which are entitled to cast votes,

(3) I/We wish to appoint **any one of the followings**:

(1) age years,
residing/located at No., Road, Tambol/Kwaeng
Amphur/Khet, Province, Postal Code, or

(2) Mr. Somboonkiat Kasemsuwan, aged 74 years, residing/located at No. 11, Soi Suan Nakharin Village 2, Nong Bon Sub-District, Prawet District, Bangkok 10250, or

(3) Mr. Santi Bangor, aged 74 years, residing/located at No. 73/21 Areesumpun Park Condominium, Soi Areesumpun 1, Phaholyothin Road, Samsen-Nai Sub-District, Phayathai District, Bangkok 10400, or

(4) Mr. Cherdpong Siriwit, aged 73 years, residing/located at No. 9/142, Soi 2/3, Panyaramindra Village, Panyaindra Road, Kannayao Sub-District, Kannayao District, Bangkok 10230.

as my/our proxy to attend and vote on my/our behalf at the 2020 Annual General Meeting of Shareholders to be held on Monday, 3rd August 2020, at 1:30 P.M., at Samyan Mitrtown Hall, 5th Floor, Samyan Mitrtown, No. 944 Rama IV Rad, Wangmai, Pathumwan District, Bangkok, Thailand 10330 or such other date, time and place as may be adjourned.

(4) I/We authorise my/our proxy to cast the votes on my/our behalf at the above meeting in the following manners:

Agenda Item 1 To adopt minutes of the Annual General Meeting of the Shareholders No. 1/2019 held on 24th April 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 the following instructions:

Approve Disapprove Abstain

Agenda Item 2 To acknowledge results of operations of the Company for fiscal year ended 31st December 2019
– This matter is for acknowledgement. The resolution is not required.–

Agenda Item 3 To consider and approve the Company's financial statements for fiscal year ended 31st December 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 the following instructions:

Approve Disapprove Abstain

Agenda Item 4 To consider and approve the appropriation of the year 2019 net profits as a legal reserve and to acknowledge the payment of interim dividend

- (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 the following instructions:
 Approve Disapprove Abstain

Agenda Item 5 To consider and approve the election of directors to replace the directors who will retire 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 the following instructions:

To elect directors as a whole.

- Approve Disapprove Abstain

To elect each director individually.

1. Mr. Prasert Bunsumpun

- (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 the following instructions:
 Approve Disapprove Abstain

2. Ms. Ausana Mahagitsiri

- (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 the following instructions:
 Approve Disapprove Abstain

3. Mr. Jitender Pal Verma

- (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 the following instructions:
 Approve Disapprove Abstain

4. Mr. Mohammed Rashed Ahmad M. Al Nasser

- (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 the following instructions:
 Approve Disapprove Abstain

Agenda Item 6 To appoint the auditors and the determination of audit fees 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 the following instructions:
 Approve Disapprove Abstain

Agenda Item 7 To consider and approve the remunerations for directors and members of subcommittees

- (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 the following instructions:
 Approve Disapprove Abstain

(5) If the votes which the proxy holder casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.

(6) If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy holder will be entitled to cast the votes on my/our behalf at his/her own discretion.

Any acts or performance caused by the proxy holder at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

Signed Grantor
(.....)

Signed Proxy Holder
(.....)

Signed Proxy Holder
(.....)

Signed Proxy Holder
(.....)

Remarks

1. A shareholder shall grant a proxy to only one proxy holder. The number of shares held by a shareholder shall not be split into several portions and granted to more than one proxy holder in order to divide the votes.
2. 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.
3. In case there are more agenda items to be considered other than those specified above, the grantor may use the Allonge of Proxy in the Attachment to Proxy Form B.

Attachment to Proxy Form B

A proxy is granted by a shareholder of Thoresen Thai Agencies Public Company Limited.

For the 2020 Annual General Meeting of Shareholders to be held on Monday, 3rd August 2020 at 1.30 P.M. at Samyan Mitrtown Hall, 5th Floor, Samyan Mitrtown, No. 944 Rama IV Road, Wangmai, Pathumwan District, Bangkok, Thailand 10330 or such other date, time and place as may be adjourned.

- Agenda Item..... re:
 - (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 the following instructions:
 - Approve Disapprove Abstain

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 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
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Profile of Independent Directors to be used with Proxy of Shareholders

1. Mr. Somboonkiat Kasemsuwan

Age: 74 years
Position: Independent Director/Chairman of Audit Committee
Address: No. 11, Soi Suan Nakharin Village 2, Nong Bon Sub-District
Prawet District, Bangkok 10250
Date of first appointment: 14 November 2016
Tenure: Approximately 3 years 8 months
Distinguish interest in any agenda item: No special conflict of interest in agenda item 1-7

2. Mr. Santi Bangor

Age: 74 years
Position: Independent Director/Chairman of Corporate Governance
Committee /Chairman of Nomination and Remuneration
Committee/Member of Audit Committee
Address: No. 73/21 Areesumpun Park Condominium, Soi Areesumpun 1,
Phaholyothin Road, Samsen-Nai Sub-District, Phayathai District,
Bangkok 10400
Date of first appointment: 31 January 2012
Tenure: Approximately 8 years 6 months
Distinguish interest in any agenda item: No special conflict of interest in agenda item 1-7

3. Mr. Cherdpong Siriwit

Age: 73 years
Position: Independent Director/Chairman of Risk Management Committee/
Member of Audit Committee
Address: No. 9/142, Soi 2/3, Panyaramindra Village, Panyaindra Road
Kannayao Sub-District, Kannayao District, Bangkok 10230
Date of first appointment: 30 January 2013
Tenure: Approximately 7 years 6 months
Distinguish interest in any agenda item: No special conflict of interest in agenda item 1-7

Remark

* Profile of Independent Directors are also disclosed in the 2019 Annual Report under Details of the Board of Directors and Executives