

**PROXY FORM C (FOR FOREIGN SHAREHOLDER
APPOINTING CUSTODIAN IN THAILAND)**
According to Regulations of the Department of Business Development
Re: Form of Proxy (No.5) B.E. 2550

Duty
Stamp
of Baht
20 is
required

Written at _____
Date _____

(1) I / We _____ Nationality _____
With address at _____ Soi _____ Road _____
Sub-District _____ District _____ Province _____ Postal Code _____

Acting as the custodian for _____
being a shareholder of Italian-Thai Development 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 _____ Soi _____ Road _____ Sub-District _____
District _____ Province _____ Postal Code _____

(2) _____ Age _____ years
With address at _____ Soi _____ Road _____ Sub-District _____
District _____ Province _____ Postal Code _____

(3) _____ Age _____ years
With address at _____ Soi _____ Road _____ Sub-District _____
District _____ Province _____ Postal Code _____

anyone of the above as my/our proxy holder to attend and vote on my behalf at the 2022 Annual General Meeting of Shareholders **through Electronic media (E-AGM)**, which will be held on **Monday April 18, 2022**, at 2.00 p.m. livestreaming from the Company's meeting room (37th floor) 2034/132-161 Italthai Tower, New Petchburi Road, Bang Kapi, Huai Khwang, Bangkok, or any date and at any postponement thereof.

(3) I / We authorize the proxy holder to attend the meeting and vote are as follows:-

Grant Proxy the total amount of shares holding and entitled to vote.

Grant partial shares of:

Ordinary share _____ shares, having voting rights equivalent to _____ votes

Preferred share _____ shares, having voting rights equivalent to _____ votes
Total voting rights _____ votes

(4) I / We hereby authorize the proxy holder to vote on my behalf at this meeting as follows:

Agenda 1: To consider and certify the Minutes of the 2021 Annual General Meeting of Shareholders.

(a) The Proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(b) The Proxy holder shall vote in accordance with my wish as follows:

Approve

Disapprove

Abstain

Agenda 2: To consider and acknowledge the 2021 Company operating results.

(a) The Proxy holder shall be entitled to acknowledge in lieu of me in all respects as deemed appropriate.

(b) The Proxy holder shall be acknowledge at his / her own

Agenda 3: To consider and approve the Company's Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2021.

(a) The Proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(b) The Proxy holder shall vote in accordance with my wish as follows:
 Approve Disapprove Abstain

Agenda 4: To consider and approve the omission of allocation of partial profits as legal reserve, and the omission of a dividend payment for the 2021 accounting period

(a) The Proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(b) The Proxy holder shall vote in accordance with my wish as follows:
 Approve Disapprove Abstain

Agenda 5: To consider and approve the re-appointment of directors in place of those retired earlier by rotation to hold office for another term.

(a) The Proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(b) The Proxy holder shall vote in accordance with my wish as follows:
 Approve Disapprove Abstain

5.1 To elect directors as a whole
 Approve Disapprove Abstain

5.2 To elect each director individually

5.2.1 Mr. William Lee Zentgraf

Approve Disapprove Abstain

5.2.2 Mr. Sai Wah Simon Suen

Approve Disapprove Abstain

5.2.3 Mr. Peeti Karnasuta

Approve Disapprove Abstain

Agenda 6: To consider and approve the remuneration for the year 2022 of the Board of Directors, the Audit Committee and Risk Management Committee.

(a) The Proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(b) The Proxy holder shall vote in accordance with my wish as follows:
 Approve Disapprove Abstain

Agenda 7: To consider and approve the appointment of an Auditor and the determination of remuneration of the Auditor for the fiscal year 2022.

(a) The Proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(c) The Proxy holder shall vote in accordance with my wish as follows:
 Approve Disapprove Abstain

Agenda 8: To consider and approve the additional credit line for issuance and offering of debentures in an amount of Baht 10,000 million (or in equivalent amount in other currencies), totally credit line not exceeding Baht 30,000 million (or in equivalent amount in other currencies).

(a) The Proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(b) The Proxy holder shall vote in accordance with my wish as follows:
 Approve Disapprove Abstain

(5) Voting of the proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and not my/our voting as a shareholder.

(6) In case I/We have not declared a voting intention in any agenda or my/our determination is not clear or in case the meeting considers or passes resolutions in any matters apart from those agenda specified above, including the case that there is any amendment, modification or addition of any fact, the proxy holder shall have the right to consider and vote as to his/her consideration.

Any business carried on by the proxy holder in the said meeting, except the proxy holder does not vote as I/we specify in the proxy form, shall be deemed as having been carried out by myself/ourselves in all respects.

Signed _____ Grantor
(.....)

Signed _____ Proxy
(.....)

Remarks:

1. This Proxy Form C. only be used for Shareholders whose names appearing in the foreign investors registration and he/she appointed a custodian in Thailand to be responsible for safeguarding shares only.
2. Documents and evidences to be enclosed with the proxy form are:
 - (1) Power of Attorney from the shareholder authorizes a custodian to sign the Proxy Form on behalf of the shareholder.
 - (2) Letter of certification to certify that the signer in the Proxy Form have a permit to act as a Custodian.
3. A shareholder shall appoint only one proxy holder to attend and vote at the meeting not split shares and appoint more than one proxy holder in order to split votes.
4. In agenda item regarding the election of directors, the ballot can be either for all the directors as a whole or for an individual director.
5. In case that there are any further agenda items apart from specified above brought into consideration in the meeting. The proxy holder may use the Annex attached to Proxy Form C.

Annex attached to the Proxy Form C
The Proxy of the shareholder of Italian-Thai Development Public Company Limited

At the 2022 Annual General Meeting of Shareholders **through Electronic media (E-AGM)**, which will be held on **Monday April 18, 2022** at 2.00 p.m. livestreaming from the Company's meeting room (37th floor) 2034/132-161 Italthai Tower, New Petchburi Road, Bang Kapi, Huai Khwang, Bangkok, or any date and at any postponement thereof.

Agenda

- (a) The Proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- (b) The Proxy holder shall vote in accordance with my wish as follows:
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