

**Proxy Form C**

(For Foreign Shareholder Appointing Custodian in Thailand)

Written at .....

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

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

with address at .....Road.....Sub-District.....

District.....Province.....Postal Code.....

Phone no.....E-mail.....

(2) being a shareholder of Bound and Beyond Public Company Limited (“the Company”)

holding a total number of.....shares with the voting rights of .....votes

(3) do hereby appoint either one of the following persons:

 1. Name..... Age..... Years

with address at .....Road.....Sub-District.....

District.....Province.....Postal Code.....

Phone No.....Email.....or

 2. The Independent Directors of the Company are as follows: Dr. Chokchai Aksaranan, 80 Years old, Address: Sindhorn Tower 2, 15th Floor, 130-132 Wireless Road, Lumpini, Pathumwan, Bangkok 10330 or Mr. Bin Wieringa, 36 Years old, Address: Sindhorn Tower 2, 15th Floor, 130-132 Wireless Road, Lumpini, Pathumwan, Bangkok 10330

In the case where the independent director who is appointed as the proxy is unable to attend the meeting, one of the other independent directors shall be appointed as the proxy in replacement.

Anyone of these persons as my/our proxy to attend and vote on my/our behalf at the 2023 General Meeting of Shareholders on April 25, 2023, via the electronic devices (E-AGM), or at any adjournment thereof including any amendment or change to the agenda, date, time, and meeting arrangement method.

(4) I / We authorize my / our Proxy to cast the votes according to my / our intentions as follows:

 (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: Ordinary share ..... shares, entitling to vote.....votes Preferred share..... shares, entitling to vote.....votes Total entitled vote.....votes

(5) I / We authorize my / our Proxy to cast the votes according to my / our intentions as follows:

**Agenda 1 Matters informed by the Chairman**

No vote casting is required because this agenda is for acknowledgment.

**Agenda 2 To consider and acknowledge the Company's performance report for the year 2022 Objective and Rationale**

No vote casting is required because this agenda is for acknowledgment

**Agenda 3 To consider and approve the Financial Statement for the fiscal year ended December 31, 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.....votes  Disapprove.....votes  Abstain.....votes

**Agenda 4 To consider and acknowledge the omission of the allocation of 2022 net profit as a reserved fund and approve the omission of 2022 annual dividend payment**

- (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 5 To consider and approve the appointment of auditors and to determine the audit fee for the year 2023**

- (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 6 To consider and approve the appointment of directors to replace the directors retiring 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 each director individually

**1. Mr. Chumpol Rimsakorn**

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

**2. Dr. Kurujit Nakornthap**

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

**3. Mr. Michael Sagild**

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

**Agenda 7 To consider and approve the determination of the remuneration of the Board of Directors and Sub-Committees for the year 2023**

- (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 8 To consider and approve the decrease of the Company’s registered capital in the amount of Baht 2,928,353,330 from the existing registered capital of Baht 6,026,599,840 to Baht 3,098,246,510 by means of canceling the unissued registered shares of the Company in the amount of 292,835,333 shares at the par value of Baht 10.**

- (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 9 To consider and approve the amendment of the Company’s Memorandum of Association Clause 4 in order to be in line with such a decrease 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.....votes  Disapprove.....votes  Abstain.....votes

**Agenda 10 To consider and approve the amendment of the Company’s Articles of Association, Article 18, 19, 28, 29, 30, 31, 34, 40 and addition of Article 43.**

- (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  
(.....)

Remarks:

1. Proxy Form C is only for the foreign shareholders who have appointed the Custodian in Thailand
2. Evidences to be attached with the proxy form are as follows:
  - (1) A power of attorney appointing such custodian to sign on a proxy, and
  - (2) A confirmation letter that the signatory has been licensed 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 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 Regular Continued Proxy Form as enclosed.

Please submit this proxy form together with the supporting documents to Company Secretary Department,  
Bound and Beyond Public Company Limited, Sindhorn Tower II, 15<sup>th</sup> Floor, 130-132 Wireless Road,  
Lumpini, Pathum Wan, Bangkok 10330 or scanning or taking photo and send the Company via email:  
comsec@boundandbeyond.co.th

## Supplemental Proxy Form

The proxy is granted by a shareholder of Bound and Beyond Public Company Limited.

For the 2023 Annual General Meeting of Shareholders will be held on April 25, 2023, via electronic devices (E-AGM), or at any adjournment thereof including any amendment or change to the agenda, date, time, and meeting arrangement method.

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

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our proxy to vote at my/our desire as follows:

Approve

Disapprove

Abstain

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

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our proxy to vote at my/our desire as follows:

Approve

Disapprove

Abstain

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

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our proxy to vote at my/our desire as follows:

Approve

Disapprove

Abstain

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

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our proxy to vote at my/our desire as follows:

Approve

Disapprove

Abstain

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

Name of Director .....

Approve

Disapprove

Abstain

Name of Director .....

Approve

Disapprove

Abstain

Name of Director .....

Approve

Disapprove

Abstain

Name of Director .....

Approve

Disapprove

Abstain