

Proxy Form C

(For foreign shareholders who have custodians in Thailand only)

(Duty Stamp 20 Baht)

Shareholder's Registration No. _____ Written at _____

Date ____ Month ____ Year ____

(1) I/We _____

Address _____

in our capacity as the Custodian for _____

being a shareholder of **BCPG Public Company Limited ("the Company")**

holding the total amount of _____ shares and are entitled to vote equal to _____ votes as follows:

ordinary share _____ shares and are entitled to vote equal to _____ votes

preference share _____ shares and are entitled to vote equal to _____ votes

(2) Hereby appoint (The shareholder may appoint the representatives who are of juristic age or independent director of the Company of which details as in Enclosure 7)

1. Name _____ age _____ years

residing at _____ or

2. Name _____ age _____ years

residing at _____ or

3. Name _____ age _____ years

residing at _____

Only one of them as my/our proxy to attend and vote on my/our behalf at the Extraordinary General Meeting of Shareholders No. 1/2020 on Wednesday, 7th October 2020, at 13:30 hours., at the Bai Mai Conference Room, 8th Floor, M Tower Building, no. 2098 Sukhumvit Rd., South Phra Khanong, Phra Khanong, Bangkok 10260 or on such other date and at such other place as may be adjourned or changed.

(3) I/We would like to grant proxy holder to attend and vote in the Meeting as follows:

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

Grant partial shares of

ordinary share _____ shares and are entitled to vote equal to _____ votes

preference share _____ shares and are entitled to vote equal to _____ votes

Total: _____ votes



(4) I/We therefore would like to vote for each agenda item as follows:

Agenda 1 **To consider and approve the increase in the Company's registered capital and the amendment to clause 4 of the Company's Memorandum of Association to correspond with the increase in the registered capital.**

- (a) The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.
- (b) The Proxy shall vote in accordance with my/our intention as follows:
 - Approve ___ votes Disapprove ___ votes Abstain ___ votes

Agenda 2 **To consider and approve the issuance and offering of warrants to the Company's shareholders who subscribe for and are allocated newly issued ordinary shares in the Rights Offering (BCPG-W1) and (BCPG-W2).**

- (a) The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.
- (b) The Proxy shall vote in accordance with my/our intention as follows:
 - Approve ___ votes Disapprove ___ votes Abstain ___ votes

Agenda 3 **To consider and approve the issuance and offering of warrants to investors who subscribe for and are allocated newly issued ordinary shares in Private Placement at a definitive offering price (BCPG-W3).**

- (a) The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.
- (b) The Proxy shall vote in accordance with my/our intention as follows:
 - Approve ___ votes Disapprove ___ votes Abstain ___ votes

Agenda 4 **To consider and approve the issuance and offering of warrants to Directors, Executives and Employees of BCPG Public Company Limited and of its Subsidiaries (BCPG ESOP WARRANTS No.2).**

- (a) The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.
- (b) The Proxy shall vote in accordance with my/our intention as follows:
 - Approve ___ votes Disapprove ___ votes Abstain ___ votes

Agenda 5 **To consider and approve the allocation of the Company's newly issued ordinary shares.**

- (a) The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.
- (b) The Proxy shall vote in accordance with my/our intention as follows:
 - Approve ___ votes Disapprove ___ votes Abstain ___ votes



Agenda 6 Other businesses (if any).

- (a) The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.
- (b) The Proxy shall vote in accordance with my/our intention as follows:
 - 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/we 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.

Signature _____ Proxy Grantor
()

Signature _____ Proxy Holder
()

Signature _____ Proxy Holder
()

Signature _____ Proxy Holder
()



Remark

1. This Form C. is used only if the shareholders whose name is in the shareholders' register is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in the custody.
2. The necessary evidences to be enclosed with this proxy form are:
 - (1) The power-of-attorney granted by the shareholder to the custodian by which the custodian is appointed to sign the proxy form on the shareholder's behalf.
 - (2) A certification that the authorised signatory of the proxy form is licensed to operate the 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 case there are agendas other than those specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form C as enclosed.



Attachment to Proxy Form C

Granting of power to a proxy as a shareholder of BCPG Public Company Limited in respect of

The Extraordinary General Meeting of Shareholders No. 1/2020 on Wednesday, 7th October 2020, at 13:30 hours., at the Bai Mai Conference Room, 8th Floor, M Tower Building, no. 2098 Sukhumvit Rd., South Phra Khanong, Phra Khanong, Bangkok 10260 or on such other date and at such other place as may be adjourned or changed.

Agenda No

Subject: _____

- (a) The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.
- (b) The Proxy shall vote in accordance with my/our intention as follows:
 Approve ____ votes Disapprove ____ votes Abstain ____ votes

Agenda No

Subject: _____

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Agenda No

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Subject: _____

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Agenda No

Subject: _____

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