

Duty  
Stamps  
20 Baht

### PROXY Form C

Made at.....

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

(1) I/we ..... Nationality.....  
Residing at no. ....

(2) Being a shareholder of Univentures Public Company Limited, holding the total amount of share(s) and having voting rights equivalent to.....vote(s), the details of which are as follows:

ordinary share .....share(s) and have the rights to vote equal to.....vote(s)  
preference share.....share(s) and have the rights to vote equal to.....vote(s)

(3) Hereby authorize

1. Name.....Age.....years, Residing at No.....  
Road.....Tambon/Khwaeng.....  
Amphur/Khet.....Province.....Postalcode.....or

2. Name.....Age.....years, Residing at No.....  
Road.....Tambon/Khwaeng.....  
Amphur/Khet.....Province.....Postalcode.....or

3. Name Mr. Suwit Chindasanguan.. Age 59..years, Residing at No. 22<sup>nd</sup> floor, Park Venture Ecoplex, 57 Road.....Wireless Road.....Tambon/Khwaeng.....Lumpini.....  
Amphur/Khet Patumwan.....Province Bangkok.....Postalcode 10330.....or

4. Name Mr. Nararat Limnararat .. Age 55 .. years, Residing at No. 22<sup>nd</sup> floor, Park Venture Ecoplex, 57 Road.....Wireless Road.....Tambon/Khwaeng.....Lumpini.....  
Amphur/Khet Patumwan.....Province Bangkok.....Postalcode 10330.....

Anyone of the above as my/our proxy holder to attend and vote on my behalf the Annual General Meeting of the Company's shareholders No. 35/2014 be held on Monday 21<sup>st</sup> April 2014 at 09:30 hours at Victor Rooms II-III, Victor Club, 8<sup>th</sup> floor, Park Ventures Ecoplex No. 57 Wireless Road, Lumpini, Patumwan, Bangkok 10330, or on any date and at any postponement thereof.

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

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.....share(s), having voting rights equivalent to.....vote(s)  
 Preferred share.....share(s), having voting rights equivalent to.....vote(s)

**Agenda 1 To adopt the minutes of the Annual General Meeting of Shareholders No. 34/2556 held on Tuesday 23 April 2013**

- The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.  
 The proxy holder shall vote in accordance with my wish as follows:  
 Approve  Disapprove  Abstain

ผู้ที่มาประชุมด้วยตนเอง โปรดนำหนังสือฉบับนี้มาแสดงต่อพนักงานลงทะเบียนในวันประชุมด้วย  
**Shareholders to attend the meeting in person shall bring and present this proxy to the registrar on the meeting date.**

**Agenda 2 To acknowledge the report on the company's performance for the year 2013**

- The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- The proxy holder shall vote in accordance with my wish as follows:
  - Approve       Disapprove       Abstain

**Agenda 3 To consider and approve the financial statements for the year ended 31<sup>st</sup> December 2013**

- The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- The proxy holder shall vote in accordance with my wish as follows:
  - Approve       Disapprove       Abstain

**Agenda 4 To consider and approve the distribution of dividend and the appropriation of retained earning for the operation period ending 31<sup>st</sup> December 2013**

- The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- The proxy holder shall vote in accordance with my wish as follows:
  - Approve       Disapprove       Abstain

**Agenda 5 To consider and appoint directors in place of those retiring by rotation for the year 2014**

- The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- The proxy holder shall vote in accordance with my wish as follows:
  - Approve       Disapprove       Abstain
- Vote for all the nominated candidates as a whole
  - Approve       Disapprove       Abstain
- Vote for an individual nominee
  1. Miss Potjane Thanavarani
    - Approve       Disapprove       Abstain
  2. Mr. Panot Sirivadhanabhakdi
    - Approve       Disapprove       Abstain
  3. Mr. Worawat Srisa-an
    - Approve       Disapprove       Abstain

**Agenda 6 To consider and approve fixing of directors' remuneration for the year 2014**

- The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- The proxy holder shall vote in accordance with my wish as follows:
  - Approve       Disapprove       Abstain

**Agenda 7 To consider and appoint the auditor and to fix the auditor's remuneration for the year 2014**

- The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- The proxy holder shall vote in accordance with my wish as follows:
  - Approve       Disapprove       Abstain

**Agenda 8 To consider and approve the disposition of assets of the subsidiary (Golden Land Property Development PLC.) to connected persons**

- The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- The proxy holder shall vote in accordance with my wish as follows:
  - Approve       Disapprove       Abstain

**Agenda 9 Other (if any)**

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

Signed \_\_\_\_\_ Proxy  
 (.....)

Signed \_\_\_\_\_ Proxy  
 (.....)

**Note:**

- 1 This Proxy Form C only use 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 Document 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. A shareholder may not split shares and appoint more than one proxy holder in order to split votes
- 4 In agenda regarding the election of directors, the ballot can be either for all the nominated candidates as a whole or for an individual nominee.
- 5 In case that there any further agenda 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 Univentures Public Company Limited

At the Annual General Meeting of shareholders No. 35/2014 which will be held on Monday 21<sup>st</sup> April 2014 at 09:30 hours at Victor Rooms II-III, Victor Club, 8<sup>th</sup> floor, Park Ventures Ecoplex No. 57 Wireless Road, Lumpini, Patumwan, Bangkok 10330, or on any date and at any postponement thereof.

**Agenda.....Subject.....**

.....

- The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- The proxy holder shall vote in accordance with my wish as follows:
- Approve             Disapprove             Abstain

**Agenda.....Subject.....**

.....

- The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- The proxy holder shall vote in accordance with my wish as follows:
- Approve             Disapprove             Abstain

**Agenda.....Subject.....**

.....

- The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- The proxy holder shall vote in accordance with my wish as follows:
- Approve             Disapprove             Abstain

**Agenda.....Subject.....**

.....

- The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- The proxy holder shall vote in accordance with my wish as follows:
- Approve             Disapprove             Abstain

**Agenda.....Subject Election of directors**

Director's

name.....

- Approve             Disapprove             Abstain

Director's

name.....

- Approve             Disapprove             Abstain

Director's

name.....

- Approve             Disapprove             Abstain

Director's

name.....

- Approve             Disapprove             Abstain