## **Proxy Form (Form C)**

(Only for shareholder who is specified in the register as a foreign investor and has appointed custodian in Thailand to be a share depository and keeper)

|      |              |       |   |                  |                     |          |       | Affixed<br>Stamp<br>Duty |              |
|------|--------------|-------|---|------------------|---------------------|----------|-------|--------------------------|--------------|
|      |              |       |   | Made             |                     |          |       |                          |              |
|      | Dai          | te    | Month   | Year             |                     |          |       |                          |              |
| (1)  |              |       |   |                  |                     | -        |       | _                        |              |
|      |              |       |   |                  |                     |          |       |                          |              |
|      |              |       | Distr   | ct               | Pr                  | ovince   |       |                          | . Postal     |
| Cod  | de           |       |   |                  |                     |          |       |                          |              |
| of   | Ordina<br>to | ary s | eholder of Hu<br>shares and hav<br>sharesvote<br>shares | ve rights to vot | e equal to ares and | have the | votes | as follov<br>to vote     | vs:<br>equal |
|      |              |       | vote  | -                |                     |          |       |                          | - 4          |
| No.  | Hereby       | / app |   |                  | .Road               |          |       |                          | Sub-         |
| uisi | .I ICC       |       | DISTITICT   |                  |                     |          |       |                          |              |
| No.  |              |       |   |                  | _                   | -        |       | _                        |              |
|      |              |       | District  |                  |                     |          |       |                          |              |
| ui5  |              |       |   |                  |                     |          |       |                          |              |
| No.  |              |       |   |                  |                     |          |       |                          |              |
|      |              |       | District  |                  |                     |          |       |                          |              |
|      |              | Inde  | ependent Dire   | ctor of the      | Company             |          |       |                          |              |

Anyone of these persons to be my/our proxy to attend and vote on my/our behalf at 2018 Annual General Meeting of Shareholder to be held on 2 April 2018 at 14.00 pm at Surasak Room 2-3, Eastin Grand Sathorn Hotel, 33/1 Sathon Tai Rd., Khwaeng Yan Nawa, Khet

| and | d venue.   |  |  |  |  |  |  |  |  |  |
|-----|--|--|--|--|--|--|--|--|--|--|
| (4) | (4) In this meeting, I/We grant my/our proxy to consider and vote on my/our behalf as follows:   |  |  |  |  |  |  |  |  |  |
|     | Agenda 1 Adoption of the Minutes of the Extraordinary Meeting of Shareholders No.1/2017 which was held on 24 August 2017   |  |  |  |  |  |  |  |  |  |
|     | as it deems appropriate.   |  |  |  |  |  |  |  |  |  |
|     | Agenda 2 Acknowledgement of the Company's performance for the year 2017 This agenda does not have to be voted by the shareholders as it is a report to shareholders for acknowledgement.   |  |  |  |  |  |  |  |  |  |
|     | Agenda 3 Approval on the Financial Statements for the year ended 31 December 2017 which has been audited by the certified auditor  |  |  |  |  |  |  |  |  |  |
|     | (a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.   |  |  |  |  |  |  |  |  |  |
|     | (b) The proxy shall have right to approve in accordance with my/our intention as follows:  ☐ For ☐ Against ☐ Abstain   |  |  |  |  |  |  |  |  |  |
|     | Agenda 4 Approval on the appropriation for legal reserve and dividend payment from the Company's performance for the year 2017  (a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.  (b) The proxy shall have right to approve in accordance with my/our intention as follows:  □ For □ Against □ Abstain |  |  |  |  |  |  |  |  |  |

Sathorn, Bangkok Metropolis 10120 or at any adjournment thereof to any other day, time

| Agenda 5 Approval on the appointment and the determination of the remuneration   |  |  |  |  |
|--|--|--|--|--|
| for the Company's auditor for the year 2018  |  |  |  |  |
| (a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.   |  |  |  |  |
| (b) The proxy shall have right to approve in accordance with my/our intention as follows:  ☐ For ☐ Against ☐ Abstain   |  |  |  |  |
| Agenda 6 Approval on the re-election of directors retired by rotation to be directors for another term   |  |  |  |  |
| (a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.   |  |  |  |  |
| (b) The proxy shall have right to approve in accordance with my/our intention as follows:  |  |  |  |  |
| □ Election of all proposed directors to replace those who retire by rotation □ For □ Against □ Abstain □ Election of some director to replace those who retire by rotation as follows: 1. Mr. Thanwa Laohasiriwong □ For □ Against □ Abstain 2. Mr. Soontorn Dentham □ For □ Against □ Abstain 3. Mr. Patra Yongvanich □ For □ Against □ Abstain Approval on the director remuneration for the year 2018 |  |  |  |  |
| (a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.   |  |  |  |  |
| (b) The proxy shall have right to approve in accordance with my/our intention as follows:  ☐ For ☐ Against ☐ Abstain   |  |  |  |  |
| Agenda 8 Approval on the appointment of the Nomination and Remuneration Committee  |  |  |  |  |
| (a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.   |  |  |  |  |
| (b) The proxy shall have right to approve in accordance with my/our intention as follows:  ☐ For ☐ Against ☐ Abstain   |  |  |  |  |

|     | Agenda 9 Other business (if any)   |  |  |  |  |  |  |  |  |
|-----|--|--|--|--|--|--|--|--|--|
|     | <ul> <li>(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.</li> <li>(b) The proxy shall have right to approve in accordance with my/our intention as follows:</li></ul>   |  |  |  |  |  |  |  |  |
| (5) | s) If the proxy does not vote consistently with my/our voting intentions as specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the Company's shareholders.  |  |  |  |  |  |  |  |  |
| (6) | i) In the event that I/we have not specified my/our voting intention on any agenda item or have not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects. |  |  |  |  |  |  |  |  |
|     | Any acts performed by the proxy in the meeting except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein shall be deemed to be the actions performed by myself/ourselves.  |  |  |  |  |  |  |  |  |
|     | Signed Grantor ()  |  |  |  |  |  |  |  |  |
|     | Signed ()  |  |  |  |  |  |  |  |  |
|     | SignedProxy ()   |  |  |  |  |  |  |  |  |

## Remarks:

- 1. Proxy Form C shall be used only in case if shareholders whose name are shown in the register as foreign investors and appoint a custodian in Thailand.
- 2. Documents needed to be attached to the Proxy Form are:

Signed......Proxy

(.....)

- (i) Power of Attorney by the Shareholder authorizing the custodian to sign the Proxy Form on his/her behalf.
- (ii) Confirmation letter indicating that the person signing the Proxy Form on his/her behalf has been authorized to engage in a custodian business.

- 3. The shareholder appointing proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.
- 4. In the Agenda for the election of directors, the vote may be made for all or certain directors
- 5. If there is any agenda to be considered in the meeting other than those specified above, the attachment to Proxy Form (Form C) shall be used.

## **Attachment to Proxy Form (Form C)**

A proxy is granted by a shareholder of Humanica Public Company Limited.

For the 2018 Annual General Meeting of Shareholder to be held on Monday, 2, April 2018 at 14.00 pm at Surasak Room 2-3, Eastin Grand Sathorn Hotel, 33/1 Sathon Tai Rd., Khwaeng Yan Nawa, Khet Sathon, Bangkok Metropolis or at any adjournment to any other day, time and venue.

|   | _                  | (a) The proxy shall have the right on my/our behalf to consider and approve     |   |         |                 |          |                 |  |
|---|--------------------|---|---|---------|-----------------|----------|-----------------|--|
|   |                    | inde  | ependently as it deems approp   | oriate. |                 |          |                 |  |
|   | (b)                | The   | The proxy shall have right to approve in accordance with my/our intention |         |                 |          |                 |  |
|   |                    | follo   | DWS:  |         |                 |          |                 |  |
|   |                    |   | For   |         | Against         |          | Abstain         |  |
|   |                    |   |   |         |                 |          |                 |  |
| П | Λ ~ ~              | ndo   | Approval o  |         |                 |          |                 |  |
|   | _                  |   | proxy shall have the right on r   |         |                 |          |                 |  |
| _ | (a)                |   | ependently as it deems approp   | •       |                 | ici alic | арргоче         |  |
|   | (h)                |   | proxy shall have right to appropriately                                   |         |                 | mulai    | ır intontion ac |  |
| _ | (6)                | follo   |   | JVE III | accordance with | illy/O   | ar intention as |  |
|   |                    |   | For   |         | Against         |          | Abstain         |  |
|   |                    |   | 101   | _       | Agamst          | _        | Abstani         |  |
|   |                    |   |   |         |                 |          |                 |  |
|   | Age                | nda   | Approval o  | n       |                 |          |                 |  |
|   | Agenda Approval on |   |   |         |                 |          |                 |  |
|   | ` ,                |   | ependently as it deems approp   | •       |                 |          |                 |  |
|   | (b)                | (b) The proxy shall have right to approve in accordance with my/our intention a |   |         |                 |          |                 |  |
|   |                    | follo   | ows:  |         |                 |          |                 |  |
|   |                    |   | For   |         | Against         |          | Abstain         |  |
|   |                    |   |   |         |                 |          |                 |  |
|   |                    |   |   |         |                 |          |                 |  |
|   | Age                | nda   | Approval o  | n       |                 |          |                 |  |
|   | (a)                |   | proxy shall have the right on r   | -       |                 | ler and  | d approve       |  |
|   |                    |   | ependently as it deems approp   |         |                 |          |                 |  |
|   | (b)                |   | proxy shall have right to appro   | ove in  | accordance with | my/o     | ur intention as |  |
|   |                    | follo   |   |         |                 |          |                 |  |
|   |                    |   | For   |         | Against         |          | Abstain         |  |

| <u> </u> | _                   | proxy shall have t     |                  |            |               |               | •••• |
|----------|---------------------|------------------------|------------------|------------|---------------|---------------|------|
|          |                     | ependently as it d     |                  |            | to consider a | пи арргоче    |      |
|          |                     | proxy shall have nows: | right to approve | in accorda | ince with my/ | our intention | n as |
|          |                     | For                    |                  | Agains     | t 📮           | Abstain       |      |
|          | Agenda.<br>(continu | ed)                    | Approval on      | ••••••     | the elect     | ion of direct | ors: |
|          | Name of             | Director               |                  | •••••      |               | •••••         | •••  |
|          |                     | For                    |                  | Agains     | t 🗅           | Abstain       |      |
|          | Name of             | Director               |                  |            |               |               | •••  |
|          |                     | For                    |                  | Agains     | t 🗅           | Abstain       |      |
|          | Name of             | Director               |                  |            |               |               | •••  |
|          |                     | For                    |                  | Agains     | t 🗅           | Abstain       |      |
|          | Name of             | Director               |                  | •••••      |               |               | •••  |
|          |                     | For                    |                  | Agains     | t 🗖           | Abstain       |      |
|          | Name of             | Director               |                  |            |               |               |      |
|          |                     | For                    |                  | Agains     | t 🗖           | Abstain       |      |
|          | Name of             | Director               |                  |            | ••••••        | •••••         | •••  |
|          |                     | For                    |                  | Agains     | t 🗅           | Abstain       |      |
|          | Name of             | Director               |                  |            |               |               | •••  |
|          |                     | For                    |                  | Agains     | t 🗅           | Abstain       |      |

I/We certify that Items in the Attachment to Proxy Form (Form C) are correct, complete and true in all respects.

| Signed( |   |
|---------|---|
| Signed( |   |
| Signed( |   |
| Signed( | • |