

Proxy Form C

(For Foreign Shareholder Appointing Custodian in Thailand)

Affix
Stamp
duty
20 Baht

Written at

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

(1) I/We,.....Nationality:.....
with address atRoad.....Sub-District.....
District.....Province.....Postal Code.....
acting as the custodian for
being a shareholder of **Padaeng Industry Public Company Limited**
holding a total number of.....shares with the voting rights ofvotes 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 atRoad.....Sub-District.....
District.....Province.....Postal Code..... or

(2).....Age..... Years
with address atRoad.....Sub-District.....
District.....Province.....Postal Code.....or

(3).....Age..... Years
with address atRoad.....Sub-District.....
District.....Province.....Postal Code.....

as only of my / our proxy to attend and vote on my / our behalf / at **the Extraordinary General Meeting of Shareholders No.1/2021 will be held on February 1, 2021 at Four Seasons Hotel Bangkok at Chao Phraya River, 300/1 Charoen Krung Rd, Khwaeng Yan Nawa, Khet Sathon, Bangkok 10120 Thailand**, or at any adjournment thereof.

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

- The Proxy is authorized for all shares held and entitled to vote.
- The Proxy is authorized for certain shares as follows:
 - Ordinary shareshares, entitling to vote.....votes
 - Preferred share.....shares. entitling to vote.....votesTotal entitled vote.....votes

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

- Agenda No. 1 : Approve for disposal in PDI Energy Company Limited (“PDIE”) three subsidiaries’ shares.;**
 - (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 Disapprove Abstain
- Agenda No. 2 : Approve for investing about 51 percent of paid-up capital in Urban Resort Hotel Company Limited (“URH”) and Waterfront Company Limited (“WFH”) and receiving financial assistance from connected company;**
 - (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 Disapprove Abstain

Agenda No. 3 : Approve the reduction 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 Disapprove Abstain

Agenda No. 4 : Approve amending the memorandum of association in accordance with the capital reduction 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 Disapprove Abstain

Agenda No. 5 : Approve the increase 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 Disapprove Abstain

Agenda No. 6 : Approve amending the memorandum of association in accordance with the capital increase 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 Disapprove Abstain

Agenda No. 7 : Approve the allocation of newly issued ordinary shares to the existing shareholders of the Company in proportion to the number of shares held by each shareholder (Right Offering);

- (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 Disapprove Abstain

Agenda No. 8 : Approve the allocation of newly warrants of the Company no.2 (PDI-W2);

- (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 Disapprove Abstain

Agenda No. 9 : To consider other business (if any);

- (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 Disapprove Abstain

- (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 expect for vote of the Proxy which is not in accordance with this Proxy Form.

Signed Shareholder
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Remarks:

1. 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.
2. In the agenda relating the election of Directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually.
3. 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.

REGULAR CONTINUED PROXY FORM C

Authorization on behalf of the Shareholder of Padaeng Industry Public Company Limited.

For the Extraordinary General Meeting of Shareholders No.1/2021 will be held on February 1, 2021 at Four Seasons Hotel Bangkok at Chao Phraya River, 300/1 Charoen Krung Rd, Khwaeng Yan Nawa, Khet Sathon, Bangkok 10120 Thailand, or at any adjournment thereof.

- Agenda No. ____: Subject
- (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 Disapprovevotes Abstain.....votes

- Agenda No. ____: Subject
- (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 Disapprovevotes Abstain.....votes

- Agenda No. ____: Subject
- (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 Disapprovevotes Abstain.....votes

- Agenda No. ____: Subject
- (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 Disapprovevotes Abstain.....votes

- Agenda No. ____: Subject
- (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 Disapprovevotes Abstain.....votes

- Agenda No. ____: Election of Directors (continued)

Name of Director

Approve.....votes Disapprovevotes Abstain.....votes

Name of Director

Approve.....votes Disapprovevotes Abstain.....votes

Name of Director

Approve.....votes Disapprovevotes Abstain.....votes

Name of Director

Approve.....votes Disapprovevotes Abstain.....votes

Name of Director

Approve.....votes Disapprovevotes Abstain.....votes