

Proxy (Form C)

Affix duty
stamp of
Baht 20

Made at _____

Date _____ Month _____ Year _____

(1) I/We, _____ nationality: _____, residing/located at No. _____,
_____ Road, Tambol/Kwaeng _____, Amphur/Khet _____,
_____ Province, Postal code _____,

Acting as the custodian for _____

being a shareholder of WHA Utilities and Power Public Company Limited

holding the total amount of _____ shares with the voting rights of _____ votes as follows

ordinary share _____ shares with the voting rights of _____ votes

preferred share _____ - _____ shares with the voting rights of _____ - _____ votes

(2) I/we wish to appoint (Please put in front of only one proxy's name)

(1) _____ age: _____ years, residing at No. _____,
_____ Road, Tambol/Kwaeng _____, Amphur/Khet _____,
_____ Province, Postal code _____ or

(2) Mr. Weidt Nuchjalearn, Independent Director and Chairman of the Audit Committee, age 69 years,
address WHA Utilities and Power Public Company Limited, No. 777 WHA TOWER, 22nd Floor, Unit 2203-2205,
Moo 13, Debaratna Road (Bangna-Trad) KM.7, Bang Kaeo, Bang Phli, Samut Prakarn 10540, Thailand or

(3) Mrs. Punnee Worawuthichongsathit, Independent Director and Audit Committee member, age 70 years,
address WHA Utilities and Power Public Company Limited, No. 777 WHA TOWER, 22nd Floor, Unit 2203-2205,
Moo 13, Debaratna Road (Bangna-Trad) KM.7, Bang Kaeo, Bang Phli, Samut Prakarn 10540, Thailand or

(4) Mr. Numchai Lowattanatakul, Independent Director, age 66 years,
address WHA Utilities and Power Public Company Limited, No. 777 WHA TOWER, 22nd Floor, Unit 2203-2205,
Moo 13, Debaratna Road (Bangna-Trad) KM.7, Bang Kaeo, Bang Phli, Samut Prakarn 10540, Thailand

only of them as my/our proxy to attend and vote for me/us at the Annual General Meeting of Shareholders 2022 to be held on Friday, 22 April 2022 at 2.00 p.m. via Electronic Media (E-Meeting) or such other date, time and place as may be adjourned.

(3) I/We authorise my/our proxy to cast the votes on my/our behalf as follows:

To grant equally all of the number of shares held by me/our and have the rights to vote

To grant a part of:

ordinary shares in the amount of _____ shares and the voting right is _____

preferred shares in the amount of _____ - _____ shares and the voting right is _____ - _____

Total number of voting right is _____

(4) I/We authorise my/our proxy to cast the votes on my/our behalf as follows:

Agenda No. 1 To acknowledge the progress and performance of the Company and Management Discussion and Analysis (MD&A) for the year 2021.

This agenda is for acknowledgment. No vote is casted.



Agenda No. 2 To consider and approve the Company's statement of financial position and statement of comprehensive income for the fiscal year ended on 31 December 2021.

(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 instructions:

Approve Disapprove Abstain

Agenda No. 3 To consider and approve the net profit allocation and dividend payment for the performance 2021.

(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 instructions:

Approve Disapprove Abstain

Agenda No. 4 To consider and approve the election of directors to replace those who are retired 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 instructions:

To elect directors as a whole

Approve Disapprove Abstain

To elect each director individually

Name of Director 4.1 Ms. Jareeporn Jarukornsakul

Approve Disapprove Abstain

Name of Director 4.2 Mr. Ekajai Tivutanond

Approve Disapprove Abstain

Name of Director 4.3 Mr. Vivat Jiratikamsakul

Approve Disapprove Abstain

Agenda No. 5 To consider and approve the appointment of the new Company's Director.

(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 instructions:

Approve Disapprove Abstain

Agenda No. 6 To consider and approve the directors' remuneration for the year 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 instructions:

Approve Disapprove Abstain

Agenda No. 7 To consider and approve the appointment of auditors and the auditing fees for the year 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 instructions:

Approve Disapprove Abstain

Agenda No. 8 To consider and approve the additional line for issuance and offer of Debentures.

(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 instructions:

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 instructions:
- Approve Disapprove Abstain

- (5) Voting of proxy holder in any agenda that is not as specified in this proxy shall be considered as invalid and not my voting as a shareholder.
- (6) If I/we did not indicate nor clearly specify my/our voting instructions in any agenda or if the meeting considered or resolved any matter other than those stated above, or if there was any change or addition to the factual matters, then the proxy would be entitled to cast the votes on my/our behalf at its own discretion.

Any act or performance caused by the proxy at the above meeting shall be deemed as my/our act and performance in all respects.

Signed Grantor
(.....)

Signed Proxy
(.....)

Remarks

1. This Proxy Form C shall be applicable only for the Shareholders listed in the share register book as the foreign investors appointing the Custodian in Thailand.
2. The following documents shall be attached with this Proxy Form:
 - (1) Power of Attorney from a shareholder authorizing a custodian to sign the Proxy Form on behalf of the shareholders.
 - (2) Letter certifying that the person signing the Proxy Form is authorized 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 to the election of Directors, it is applicable to elect either nominated directors as a whole or elect 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 Attachment to Proxy Form C as enclosed.



Attachment to Proxy Form C

A proxy is granted by a shareholder of WHA Utilities and Power Public Company Limited.

For the Annual General Meeting of Shareholders 2022 to be held on Friday, 22 April 2022 at 2.00 p.m. via Electronic Media (E-Meeting) or such other date, time and place as may be adjourned.

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 instructions:

Approve Disapprove Abstain

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 instructions:

Approve Disapprove Abstain

Agenda no. _____ Subject: _____

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Approve Disapprove Abstain

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 instructions:

Approve Disapprove Abstain

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 instructions:

Approve Disapprove Abstain

I/We certify that the information contained in this Attachment to Proxy Form is complete and true.

Signed Grantor
(.....)

Signed Proxy
(.....)

