

Affix duty
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Proxy (Form B)

Made at _____

Date _____ Month _____ Year _____

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

(2) being a shareholder of WHA Utilities and Power Public Company Limited, holding ordinary shares in total _____ shares which are entitled to cast _____ votes.

(3) 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, Chairman of Audit Committee and Independent Director, age 67 years, address WHA Utilities and Power Public Company Limited, 24th Floor UM Tower 9/241-242, Ramkhamhaeng Road, Suanluang, Bangkok 10250, Thailand or

(3) Mr. Ekajai Tivutanond, Audit Committee and Independent Director, age 68 years, address WHA Utilities and Power Public Company Limited, 24th Floor UM Tower 9/241-242, Ramkhamhaeng Road, Suanluang, Bangkok 10250, Thailand.

only of them as my/our proxy to attend and vote for me/us at the Extraordinary General Meeting of Shareholders No.1/2020 will be held on Monday, 21 December 2020 at 11.00 a.m. The meeting will be held at Grand Ballroom, 3rd Floor, Golden Tulip Sovereign Hotel, No.92, Rama9 Road, Bangkok, Huay-kwang, Bangkok 10310, Thailand or such other date, time and place as may be adjourned.

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

Agenda No. 1 To certify the Minutes of Annual General Meeting of Shareholders 2020.

(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 the following instructions:

Approve Disapprove Abstain

Agenda No. 2 To consider and approve a change of the Company's Head Office Address.

(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 the following instructions:

Approve Disapprove Abstain

Agenda No. 3 To consider and approve the amendment to Article 5 of the Memorandum of Association to comply with a change of the Company's Head Office Address.

(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 the following instructions:

Approve Disapprove Abstain

Agenda No. 4 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 the 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

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Signed Proxy

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Remarks

1. A shareholder must grant a proxy to only one person to attend the meeting and cast the votes. The number of shares held by a shareholder cannot be divided into several portions and granted to more than one proxy in order to divide the votes.
2. A proxy granted for the appointment of directors may be made for any particular director(s) or for all directors to be elected.
3. Any additional agenda can be specified in the attachment to the proxy form.

Attachment to Proxy Form B

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

For the Extraordinary General Meeting of Shareholders No.1/2020 will be held on Monday, 21 December 2020 at 11.00 a.m. The meeting will be held at Grand Ballroom, 3rd Floor, Golden Tulip Sovereign Hotel, No.92, Rama9 Road, Bangkokpi, Huay-kwang, Bangkok 10310, Thailand 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 the 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 the 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 the 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 the 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 the following instructions:

Approve Disapprove Abstain

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

Signed _____ Grantor
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Signed _____ Proxy
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