

**Proxy (Form C)**

**(Specifically for a foreign shareholder for which a custodian in Thailand is appointed)**

Made at .....

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

(1) I/We ..... residing at .....  
Road ..... Thumbon/Kwaeng ..... Amphoe/Khet .....  
Province ..... Postal Code ..... as a custodian  
of..... which is a shareholder of the Thanachart Capital Public Company  
Limited, holding the shares in the total amount of..... shares And the total number of votes for which  
I/we am/are entitled to cast is ..... Votes as described below:

- Ordinary shares in the amount of .....shares and the number of votes for which I/we am/are entitled to cast is.....votes; and
- Preferred shares in the amount of .....shares and the number of votes for which I/we am/are entitled to cast is.....votes.

(2) Appointment of other person as my/our proxy: I/We hereby authorize and appoint either one the following persons:

(1) ..... Age.....Years  
residing at .....Road.....Thumbon/Kwaeng.....  
Amphoe/Khet..... Province.....Postal Code.....; or

(2) ..... Age.....Years  
residing at .....Road.....Thumbon/Kwaeng.....  
Amphoe/Khet..... Province.....Postal Code.....; or

(3) ..... Age.....Years  
residing at .....Road.....Thumbon/Kwaeng.....  
Amphoe/Khet..... Province.....Postal Code.....

As my/our Proxy to attend and vote on my/our behalf at the Extraordinary Shareholders No.1/2008 to be held on Thursday October 30, 2008 at 14.30 hours at Jamjuree Ballroom M Floor, Pathumwan Princess Hotel, Phayathai Road, Wangmai, Pathumwan, Bangkok Metropolis or on such other date and at such other place as may be adjourned or changed.

(3) I/We hereby authorize the Proxy to attend and vote on my/our behalf in this meeting as follow:

(a) to vote based on the total number of shares held by me/us to which I/we/ am/are entitled

(b) to split the votes as follows:

ordinary shares in the amount of ..... shares with the number of votes for which I/We am/are entitled to cast is ..... votes

preferred shares in the amount of ..... shares with the number of votes for which I/We am/are entitled to cast is ..... votes

(4) I/we hereby authorize the Proxy to vote on my/our behalf in this meeting as follows:

**Agenda No. 1 considering adoption of the Minutes of the Annual Meeting of Shareholders for the year 2008**

( a ) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

( b ) The Proxy may consider the matters and vote on my/our behalf as follows :

Approve ..... vote(s)  No approve ..... vote(s)  Abstain ..... vote(s)

**Agenda No. 2 The consideration for the amendment of Clause 8. under Chapter 2**

( a ) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

( b ) The Proxy may consider the matters and vote on my/our behalf as follows :

Approve ..... vote(s)  No approve ..... vote(s)  Abstain ..... vote(s)

**Agenda No. 3 Other Business (if any).**

( a ) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

( b ) The Proxy may consider the matters and vote on my/our behalf as follows :

Approve ..... vote(s)     No approve ..... vote(s)     Abstain ..... vote(s)

(5) Any votes by the Proxy in any agenda not rendered in accordance with my/our intention specified herein shall not be deemed as my/our votes as a shareholder.

(6) If I/We do not specify or clearly specify my/our intention to vote in any agenda, or if there is any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any facts, the Proxy shall be authorized to consider the matters and vote on my/our behalf as 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 in all respects except for vote the Proxy which is not in accordance with this Proxy Form.

Signed \_\_\_\_\_ Shareholder  
( \_\_\_\_\_ )

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

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

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

**Remark**

1. This Proxy Form C is application only to a shareholder whose name appears in the shareholder registration book as a foreign investor and a custodian in Thailand is appointed therefore.
2. Evidence of documents required to be attached to the proxy form are:
  - (1) a Power of Attorney executed by the shareholder authorizing the custodian to execute the proxy form on behalf of such shareholder; and
  - (2) a letter confirming that the person executing the proxy form has obtained a license for being a custodian.
3. A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the votes on its behalf and the number of shares held by such a shareholder may not be split for more than one proxy in order to separate the votes.
4. If the matters to be considered are more the those specified above, the proxy grantor may apply the Annex to Proxy Form C as attached.