

Proxy (Form C) (For foreign shareholders who have custodian in Thailand only)

Duty Stamp
20 Baht

Written at

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

(1) I/We..... Nationality.....

Reside at

As being the Custodian of.....

Who is a shareholder of Principal Capital Public Company Limited Holding of a total..... shares

and having the right to vote equal tovotes, as follows:

common share..... shares and having the right to vote equal tovotes

preference share shares and having the right to vote equal tovotes

(2) hereby appoint

(1)..... age..... years

Residing at No..... or

(2)..... age..... years

Residing at No..... or

(3)..... age..... years

Residing at No..... or

 Mrs. Unakorn Phruithithada..... age..... 63..... yearsat 23rd Bangkok Business Center Building No.29 Road Sukhumvit 63, Klongton Nua, Wattana Bangkok 10110 **Associate Professor Dr. Sillapaporn Srijunpetch**..... age..... 56..... yearsat 23rd Bangkok Business Center Building No.29 Road Sukhumvit 63, Klongton Nua, Wattana Bangkok 10110

Any and only one person to be my/our proxy to attend and vote on my/our behalf at the 2022 Annual General Meeting of Shareholders on Monday 25th April 2022 at 10.00 a.m. by Electronic Annual General Meeting of Shareholders (E-AGM) only. or at any adjournment thereof to any other date, time and place. All acts undertaken by the proxy holder at the meeting, except where the proxy holder does not vote according to my/our intention as specified herein, shall be deemed as if they had been undertaken by myself/ourselves in all respects.

(3) I/We authorize the proxy holder to attend the meeting and vote are as follows:

 Grant proxy the total amount of shares held and entitled to vote Grant partial shares of common share..... shares and having the right to vote equal tovotes

preference share.....shares and having the right to vote equal to.....votes
Total voting rightvotes

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

Agenda 1 To consider and certify the minutes of Annual General Meeting for the year 2021

- (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects
- (b) To have the proxy holder vote as per my/our intention as follows:
- Approve.....Votes Disapprove.....Votes AbstainVotes

Agenda 2 To consider and acknowledge the report on the operating results of the Company and its subsidiaries for the year 2021 ended 31 December 2021

- (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects
- (b) To have the proxy holder vote as per my/our intention as follows:
- Approve.....Votes Disapprove.....Votes AbstainVotes

Agenda 3 To consider and approve the consolidated and separate financial statements of the Company for the year 2021 ended 31 December 2020

- (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects
- (b) To have the proxy holder vote as per my/our intention as follows:
- Approve.....Votes Disapprove.....Votes AbstainVotes

Agenda 4 To consider and approve the appropriation of the annual net profit to statutory reserve, amount of 11,265,447 baht and the omission of dividend payment in respect of the operating results of the year 2021

- (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects
- (b) To have the proxy holder vote as per my/our intention as follows:
- Approve.....Votes Disapprove.....Votes AbstainVotes

Agenda 5 To consider and elect the directors of the Company to replace those who retire by rotation

- (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects
- (b) To have the proxy holder vote as per my/our intention as follows:

appointment of all directors as proposed

Approve Disapprove Abstain

appointment of certain directors

Director Name.....Mr. John Lee Kohshun

Approve Disapprove Abstain

Director Name.....Dr. Jutamas Ingpochai, Ph.D.

Approve Disapprove Abstain

Director Name....Mr.Veera Srichanachaichok Approve Disapprove Abstain**Agenda 6 To consider and approve the increase in the number of directors and to appoint new directors** (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects (b) To have the proxy holder vote as per my/our intention as follows: appointment of all directors as proposed Approve Disapprove Abstain appointment of certain directorsDirector Name....Dr. Anuphan Kitnitchiva, Ph.D. Approve Disapprove AbstainDirector Name....Mr. Taneer Maneenut Approve Disapprove Abstain**Agenda 7 To consider and approve the remuneration of the Company's Directors for the year 2022** (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects (b) To have the proxy holder vote as per my/our intention as follows: Approve.....Votes Disapprove.....Votes AbstainVotes**Agenda 8 To consider and appoint the auditors and determine the audit fee for the year 2021.** (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects (b) To have the proxy holder vote as per my/our intention as follows: Approve.....Votes Disapprove.....Votes AbstainVotes**Agenda 9 To consider and approve the increase of the Company's registered capital under the General Mandate scheme in the amount of Baht 380,857,050, from the existing registered capital of Baht 3,808,570,502 to the new registered capital of Baht 4,189,427,552, by issuing 380,857,050 new ordinary shares at par value of one Baht per share (further details of which are as set out in the Capital Increase Report Form (F53-4)) to accommodate the offering and allocation of the Company's newly issued ordinary shares by way of private placement as well as resolved to approve to propose to the AGM to consider and approve the amendment to Clause 4 of the Company's memorandum of association to reflect the increase of the Company's registered capital.** (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects (b) To have the proxy holder vote as per my/our intention as follows: Approve.....Votes Disapprove.....Votes AbstainVotes**Agenda 10 To consider and approve the allocation of not exceeding 380,857,050 newly issued ordinary shares under the General Mandate scheme by way of Private Placement** (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects (b) To have the proxy holder vote as per my/our intention as follows: Approve.....Votes Disapprove.....Votes AbstainVotes

Agenda 11 To consider other matters (if any)

- (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects
- (b) To have the proxy holder vote as per my/our intention as follows:
- Approve.....Votes Disapprove.....Votes AbstainVotes

(5) The proxy holder's vote on any agenda item, which is not in accordance with my/our intention as specified in this Proxy, shall be deemed invalid and shall not be treated as my/our vote, as a shareholder.

(6) In case that I/we have not specified my/our voting intention for any agenda item or in case the meeting considers or passes resolutions on any matters other than those specified above, including any case for which there is any amendment or addition of any facts, the proxy holder shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.

All acts undertaken by the proxy holder at the meeting, except where the proxy holder does not vote according to my/our intention as specified herein, shall be deemed as if they had been undertaken by myself/ourselves in all respects.

Signed.....Proxy Grantor
(.....)

Signed.....Proxy Holder
(.....)

Signed.....Proxy Holder
(.....)

Signed.....Proxy Holder
(.....)

Remarks

1. This Proxy Form is only used by foreign shareholder who has appointed Thai Custodian to be his/her/its trustee.
2. In the agenda for election of directors, directors may be elected as a whole or individually.
3. Evidences showing with Proxy Form are
 - (1) Letter of Attorney from shareholder empowering custodian to sign in Proxy Form.
 - (2) Confirmation Letter that person signing in the proxy is granted permission to operate the custodian business.
3. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the Meeting and may not split the number of shares to many proxies for splitting votes.
4. In the agenda for election of directors, directors may be elected as a whole or individually.