

PROXY FORM C

(For foreign shareholders who have custodian in Thailand only)

Written at

Date Month Year

(1) I/We Nationality

Address Road Tambal/Sub-District

District Province Postcode

Custodian

being (a) shareholder of **CPL Group Public Company Limited**

holding total of shares and have a rights to Votes

(2) Hereby appoint

May grant proxy to the Company's Independent Director of which details as shown in attachment 9

☐ 1. Name Age years

Address Road Tambal/Sub-District

District Province Postcode

☐ 2. Name Mr. Supaput Ongsangkoon Independent Director Age 62 years

Address 700 Moo 6 Road Sukhumvit Tambal/Sub-District Bangpoo-mai

District Munag Province Samutprakarn Postcode 10280

Is not a conflict of interest in this Annual General Meeting Shareholder or

☐ 3. Name Dr. Mongkon Laoworapong Independent Director Age 54 years

Address 700 Moo 6 Road Sukhumvit Tambal/Sub-District Bangpoo-mai

District Munag Province Samutprakarn Postcode 10280

Is not a conflict of interest in this Annual General Meeting Shareholder.

Only one of them as my/our proxy to be my representative to join and vote in the 2023 Annual General Meeting of Shareholders (E-AGM) of on April 25, 2023 at 2.00 P.M. at the CPL Group Public Company Limited Meeting Room 3rd Floor, No.700 Moo.6 Sukhumvit Road, Bangpoo-Mai, Muang, Samutprakarn 10280 or which will be postponed to other date, time and place as the meeting may be adjourned.

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

☐ Grant partial the total amount of shares holding and entitled to vote

☐ Grant partial shares of

Ordinary share shares and have the right to vote equal to votes

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

Agenda 1: To consider and adopt the minutes of the 2022 Annual General Meeting of Shareholders

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐
☐

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ Agree _____ ☐ Disagree _____ ☐ Abstain _____

Agenda 2: To acknowledge the Company's operating results for the year 2022

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) To grant my/our proxy to vote at my/our desire as follows:

☐ Agree _____ ☐ Disagree _____ ☐ Abstain _____

Agenda 3: To consider and approve the consolidated financial statement for the year ending December 31, 2022

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) To grant my/our proxy to vote at my/our desire as follows:

☐ Agree _____ ☐ Disagree _____ ☐ Abstain _____

Agenda 4: To consider and approve Omission of Dividend Payment for the Company's performance of the year 2022

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) To grant my/our proxy to vote at my/our desire as follows:

☐ Agree _____ ☐ Disagree _____ ☐ Abstain _____

Agenda 5: To consider and approve of the nomination of directors whose tenures are expired by rotation

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) To grant my/our proxy to vote at my/our desire as follows:

☐ **Vote for all nominated candidates**

☐ Approve ☐ Disapprove ☐ Abstain

☐ **Vote for an individual nominated candidate**

Name of the nominated candidate **1. Ms. Chen Yun Wen**

☐ Approve ☐ Disapprove ☐ Abstain

Name of the nominated candidate **2. Mr. Natthakit Wongcharoensin**

☐ Approve ☐ Disapprove ☐ Abstain

Name of the nominated candidate **3. Pol. Lt. Gen Chayoot Thanataweeruch**

☐ Approve ☐ Disapprove ☐ Abstain

Agenda 6: To consider and approve the directors' remuneration for the year 2023

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) To grant my/our proxy to vote at my/our desire as follows:

☐ Agree _____ ☐ Disagree _____ ☐ Abstain _____

Agenda 7: To consider and approve the re-appointment of the Company auditor and fixing the audit fee the year 2023

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) To grant my/our proxy to vote at my/our desire as follows:

☐ Agree _____ ☐ Disagree _____ ☐ Abstain _____

Agenda 8: To Consider and Approve the amendment of the Company's Articles of Association

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) To grant my/our proxy to vote at my/our desire as follows:

☐ Agree _____ ☐ Disagree _____ ☐ Abstain _____

Agenda 9: Other business (If any)

☐ (c) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (d) To grant my/our proxy to vote at my/our desire as follows:

☐ Agree _____ ☐ Disagree _____ ☐ Abstain _____

(5) Voting of the proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and not my/our voting as a shareholder.

(6) In case I/We have not specified my/our voting intention in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

Any business carried on by the proxy holder in the said meeting except the proxy holder does not vote I/We specify in the proxy form, shall be deemed as having been carried out by myself/ourselves in all respects.

Signature _____ Shareholder
(_____)

Signature _____ Proxy
(_____)

Remarks

1. The Proxy Form C. only use for shareholders whose names appearing in the foreign investors registration and he/she appointed a custodian in Thailand to be responsible for safeguarding shares only.
2. Documents and evidences to be enclosed with the proxy form are:
 - (1) Power of attorney from the shareholder authorizes a custodian to sign the Proxy Form on behalf of the shareholder
 - (2) Letter of certification to certify that the proxy Form have a permit to act as a custodian.
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 case there are agenda other than the agenda specified above the additional statement can be specified by the Shareholder in the Supplemental Proxy Form as enclosed.

Supplemental PROXY FORM C

The proxy is granted by a shareholder of CPL Group Company Limited.

The 2023 Annual General Meeting of Shareholders (E-AGM) on April 25, 2023 at 2.00 P.M. at the CPL Group Public Company Limited Meeting Room 3rd Floor, No.700 Moo.6 Sukhumvit Road, Bangpoo-Mai, Muang, Samutprakarn 10280 or which will be postponed to other date, time and place as the meeting may be adjourned.

Agenda..... :

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) The grant my/our proxy to vote at my/our desire as follows:

☐ Agree _____ ☐ Disagree _____ ☐ Abstain _____

Agenda..... :

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) The grant my/our proxy to vote at my/our desire as follows:

☐ Agree _____ ☐ Disagree _____ ☐ Abstain _____

Agenda..... :

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) The grant my/our proxy to vote at my/our desire as follows:

☐ Agree _____ ☐ Disagree _____ ☐ Abstain _____

Agenda..... :

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) The grant my/our proxy to vote at my/our desire as follows:

☐ Agree _____ ☐ Disagree _____ ☐ Abstain _____

Agenda..... :

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) The grant my/our proxy to vote at my/our desire as follows:

☐ Agree _____ ☐ Disagree _____ ☐ Abstain _____

I/ We certify that the statements in this Supplemental Proxy Form are correct, complete and true in all respects.

Signature _____ Shareholder

(_____)

Signature _____ Proxy

(_____)