

Proxy Form C

Stamp
Duty
20 Baht

**(For foreign shareholder who assign custodian in Thailand to keep and manage stock)
Attachment to the announcement of Department of Business Development
Re: Proxy Form (Fifth Revision) 2007**

Written at.....

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

(1) I/We.....,
having business address at.....Road.....,
Sub-district.....District.....Province, Postcode.....,
As the operator who keeps and manages stock (a custodian) for,
the shareholder of The International Engineering PCL, for an amount of shares.

(2) Hereby appoint

(1)Age.....years

Address:.....Road.....Sub-district.....
District.....Province, Postcode..... or

(2)Age.....years

Address:.....Road.....Sub-district.....
District.....Province, Postcode..... or

(3)Age.....years

Address:.....Road.....Sub-district.....
District.....Province, Postcode..... or

(4) Mr. Metha Thumvihar (Chairman of the Audit Committee and Independent Director) Age: 62 years, residing at 109/102, Soi 18, Lardprao Road, Lard Yoa Sub-district Chatuchak District, Bangkok.

One of the above to be my/our proxy to attend and vote at the Annual General Meeting of Shareholders 2019 to be on Tuesday 30 April 2019 at 1.30 p.m at Rajthevee Grand Ballroom, 3rd Floor, Asia Hotel Bangkok, No.296 Phayathai Road, Ratchathewi, Bangkok. or on the date and at the venue as may be postponed.

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

(a) Authorize the proxy all shares with voting right

(b) Authorize in part as follows:

..... ordinary shares and entitled to cast..... Votes

(4) I/We hereby authorize the proxy to vote on my/our behalf at the meeting as follow:

Agenda 1 **Review and approve the minutes of the 2018 Annual General Meeting of Shareholders, dated 30 April 2018.**

- (a) The proxy shall vote independently as to his/her consideration.
 (b) The proxy shall vote according to my/our intention as follows:
 For.....votes Againstvotes Abstain.....votes

Agenda 2 **To acknowledge the overview and operating results of the Company in 2018**

This agenda is for acknowledge only and do not vote.

Agenda 3 **Consider and approve the audited annual balance sheet, profit and loss statement for the year as ended 31 December 2016.**

- (a) The proxy shall vote independently as to his/her consideration.
 (b) The proxy shall vote according to my/our intention as follows:
 For.....votes Againstvotes Abstain.....votes

Agenda 4 **Consider and approve the audited annual balance sheet, profit and loss statement for the year as ended 31 December 2017.**

- (a) The proxy shall vote independently as to his/her consideration.
 (b) The proxy shall vote according to my/our intention as follows:
 For.....votes Againstvotes Abstain.....votes

Agenda 5 **Consider and ratify the increase in audit fee for the year 2016**

- (a) The proxy shall vote independently as to his/her consideration.
 (b) The proxy shall vote according to my/our intention as follows:
 For.....votes Againstvotes Abstain.....votes

Agenda 6 **Consider and approve appointment of auditors and audit fee for the year 2019**

- (a) The proxy shall vote independently as to his/her consideration.
 (b) The proxy shall vote according to my/our intention as follows:
 For.....votes Againstvotes Abstain.....votes

Agenda 7 **Consider and approve reducing the number of company directors in 2019 to 9**

- (a) The proxy shall vote independently as to his/her consideration.
 (b) The proxy shall vote according to my/our intention as follows:
 For.....votes Againstvotes Abstain.....votes

Agenda 8 **Consider and approve appointment of director, in replacement of director with expiring tenure**

- (a) The proxy shall vote independently as to his/her consideration.
 (b) The proxy shall vote according to my/our intention as follows:

Individual Appointment

Name : Mr. Sakda Sinives

For.....votes Againstvotes Abstain.....votes

Name : Mr. Pornthep Itsoponpun

For.....votes Againstvotes Abstain.....votes

Name : Lt.Gen Wattana Petchmongkol

For.....votes Againstvotes Abstain.....votes

Name : Mr. Poorich Nanawaratorn

For.....votes Againstvotes Abstain.....votes

Agenda 9 **Consider and approve remuneration for Board of Directors and Audit Committee in 2019**

- (a) The proxy shall vote independently as to his/her consideration.
 (b) The proxy shall vote according to my/our intention as follows:
 For.....votes Againstvotes Abstain.....votes

Agenda 10 **Consider issuing IEC-W3 warrants to compensate the IEC-W2 warrant holders due to the Company's securities was posted SP sign for a long period of time and due to IEC-W2 warrants expiring on 23 May 2019**

(However, the outcome of this agenda also depends mainly on the consideration of the governing government agencies)

- (a) The proxy shall vote independently as to his/her consideration.
 (b) The proxy shall vote according to my/our intention as follows:
 For.....votes Againstvotes Abstain.....votes

Agenda11 **Consider other matters (if any)**

- (a) The proxy shall vote independently as to his/her consideration.
 (b) The proxy shall vote according to my/our intention as follows:
 For.....votes Against.....votes Abstain.....votes

(5) The vote cast by the proxy in any agenda not conforming to this document deems invalid and not to be taken as the shareholder's vote.

(6) If I/We did not declare or indicate clearly the intent to vote in any agenda; or if the meeting is to consider and vote for a resolution for the agenda other than those stated in this document; including any change or addition of facts, the proxy will have full right to consider and vote on my/our behalf upon his/her consideration.

I/We shall be fully liable for any action taken by the proxy at the meeting, except the proxy does not vote according to my/our intent in this document.

Signature. Grantor
()

Signature. Proxy
()

Signature. Proxy
()

Signature. Proxy
()

Remarks:

1. Proxy Form C shall be used in the event that the shareholder as appeared on share register is a foreign investor, appointing custodian in Thailand to keep and manage stocks.
2. The required evidence to be enclosed to Proxy Form are as follows:
 - (1) Power of Attorney, granted by the shareholder to the custodian, authorizing the custodian to sign in Proxy Form on his/her behalf.
 - (2) A letter affirming that the signature on the Proxy Form has been licensed to conduct custodian business.
3. Shareholder shall appoint only one proxy to attend and vote at the meeting; whereas the shares in possession must not be split to several proxies for purpose of vote split.
4. Appointment of directors can be made full board or individually.
5. In the event of any further agenda to be considered otherwise than stipulated, the proxy grantor may assign onto the regular attached to Proxy Form C.

The regular continued Proxy Form C

The proxy of the shareholder of The International Engineering Public Company Limited
In the Annual General Meeting of Shareholders 2019 to be on Tuesday 30 April 2019 at 1.30
p.m at Rajthevee Grand Ballroom, 3rd Floor, Asia Hotel Bangkok, No.296 Phayathai Road,
Ratchathewi, Bangkok. or on the date and at the venue as may be postponed.

Agenda..... Re:.....

(a) The proxy shall vote independently as to his/her consideration.

(b) The proxy shall vote according to my/our intention as follows:

For.....votes Against.....votes Abstain.....votes

Agenda..... Re:.....

(a) The proxy shall vote independently as to his/her consideration.

(b) The proxy shall vote according to my/our intention as follows:

For.....votes Against.....votes Abstain.....votes

Agenda..... Re:.....

(a) The proxy shall vote independently as to his/her consideration.

(b) The proxy shall vote according to my/our intention as follows:

For.....votes Against.....votes Abstain.....votes

Agenda..... Re:.....

(a) The proxy shall vote independently as to his/her consideration.

(b) The proxy shall vote according to my/our intention as follows:

For.....votes Against.....votes Abstain.....votes

Agenda..... Re: Appointment of directors (continued)

Director's name:

For.....votes Against.....votes Abstain.....votes

Director's name:

For.....votes Against.....votes Abstain.....votes

Director's name:

For.....votes Against.....votes Abstain.....votes