

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) Mr. Komol Jungruangruengkit (Chairman) Age: 70 years, residing at 5/7
Moo 1, Bangna-Trad Road, Bangchalong Sub-district, Bangplee District, Samutprakarn.

☐ (4) Mr. Sakda Sinives (Audit Committee and Independent Director) Age: 67
years, residing at 62/3 Moo 3, Bangpoorn Sub-district, Phatumthanee District, Phatumthanee.

One of the above to be my/our proxy to attend and vote at the Extraordinary General Meeting of
Shareholders No.1/2022 on Friday, November 11, 2022, 10.00hrs. at Golf View Ballroom, Golf View
Floor 8, Pinehurst Golf Club, 146/4 Phaholyothin Road, Klong 1, Amphur Klong Luang,
Phatumthanee. 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 2022 Annual General Meeting of Shareholders, dated 28 April 2022.**

- ☐ (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 consider and approve the reduction of the Company's registered capital from 4,476,576,274.26baht to 2,493,455,386.69 baht by eliminating 198,312,088,757 ordinary shares that cannot be sold (par value of 0.01 baht) and amend the Memorandum of Association Clause 4**

- ☐ (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 3 ☐ **To consider and approve the increase in the registered capital of 13.31 baht from the original 2,493,455,386.69 baht to 2,493,455,400 baht by issuing 1,331 newly issued ordinary shares at a par value of 0.01 baht to prevent fractions of shares due to the Company's capital restructuring and to amend the Memorandum of Association Clause 4 (registered capital) in compliance with the newly registered capital**

- ☐ (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 ☐ **To consider and approve the allocation and offering of 1,331 newly ordinary shares at a par value of 0.01 baht (one satang) by allocating and offering them to Private Placement (PP)**

- ☐ (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 ☐ **To consider and approve for transferring legal reserves, share premium on ordinary shares and the surplus from devaluation of ordinary shares to compensate the Company's accumulated loss.**

- ☐ (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 6 ☐ **To consider and approve the change in the par value of shares by combining value of shares and amend the Memorandum of Association Clause 4.**

- ☐ (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 7 ☐ To consider and approve the reduction of the Company's registered capital and the Company's paid –up capital by reducing the par value of ordinary shares (par reduction) in order to bring the surplus from the capital reduction to compensate the Company's accumulated loss and amend the Memorandum of Association Clause 4.

- ☐ (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 8 ☐ To consider and approve the increase of the registered capital not exceeding 411,681,925 baht from the original registered capital of 311,681,925 baht (newly registered capital after the reduction of registered capital) to the newly registered capital of 723,363,850 baht by issuing 823,363,850 new ordinary shares at a par value of 0.50 baht and to amend the Company's Memorandum of Association Clause 4 (registered capital) in line with the increase in the newly registered capital.

- ☐ (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 9 ☐ To consider and approve the allocation and offering of 823,363,850 new ordinary shares at a par value of 0.50 baht (Fifty satang) to Private Placement (PP).

- ☐ (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 10 ☐ The disposal of investments in IEC Sakaeo1 Co., Ltd. and GIDEC Co., Ltd.

- ☐ (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 11 ☐ 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 Extraordinary General Meeting of Shareholders No.1/2022 on Friday, November 11,
2022, 10.00hrs. at Golf View Ballroom, Golf View Floor 8, Pinehurst Golf Club, 146/4 Phaholyothin
Road, Klong 1, Amphur Klong Luang, Phatumthanee. 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