

**Proxy Form B**



Made at.....

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

(1) I / We ..... Nationality.....
Residing at No..... Street ..... Sub-district .....
District ..... Province ..... Post Code.....

(2) As a shareholder of Thai Sugar Terminal Public Company Limited,
holding a total number of..... shares and having total voting right of..... votes as follow:

Ordinary share.....shares, with the voting right of.....votes
Preferred share..... shares, with the voting right of..... votes

(3) Hereby appoint

- (1) Name.....Age.....Year Residing at No.....
Street.....Sub-district.....District.....Province.....Post Code.....OR
(2) Mr. Pricha Attavipach Age 75 years, Residing at No. 21 Soi Soonvijai 1, New Petchburi Road, Bangkapi Subdistrict, Huaikhwang district, Bangkok Post Code 10310 OR
(3) Mr. Chadej Insawang Age 66 years, Residing at No. 414 Soi Pattanakarn 30, Pattanakarn Road, Suanlaung Subdistrict, Suanlaung district, Bangkok Post Code 10250 OR
(4) Ms. Jutatip Arunanondchai Age 42 years, Residing at No. 21 Phrom Si Soi, Klong ton nua Subdistrict, Wattana district Bangkok Post Code 21110

anyone of the aboves as my/our Proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2012 No.1/2013 to be held on April 25, 2013 at 13.30 p.m., at Meeting Room Floor 3 ,The Thai Sugar Terminal Public Company Limited, 90 Moo 1, Siam si lo Soi, Poochaosamingphrai Rd., Samrongklang, Phrapradaeng, Samutprakarn 10130, or at any adjournment thereof to any other day, time and venue.

(4) In this meeting, I/We hereby appoint my/our Proxy to vote as follows:

**Agenda 1 To adopt the Minutes of the AGM of Shareholders No.1/2012 held on April 26, 2012.**

- (a) Authorizing the Proxy to vote for every items at his/her own discretion.
(b) The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:
Approve Disapprove Abstain

**Agenda 2 To certify the result of the Company operations for the year 2012.**

- (a) Authorizing the Proxy to vote for every items at his/her own discretion.
(b) The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:
Approve Disapprove Abstain

**Agenda 3 To consider and approve the Balance Sheet and the Profit and Loss Statements for the year ended 31<sup>st</sup> December, 2012.**

- (a) Authorizing the Proxy to vote for every items at his/her own discretion.
(b) The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:
Approve Disapprove Abstain

**Agenda 4 Approval the allocation of profit and dividend payment and stock dividend payment.**

- (a) Authorizing the Proxy to vote for every items at his/her own discretion.
(b) The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:
Approve Disapprove Abstain

**Agenda 5 To consider and approve the decreased of the Company's registered capital by eliminate the 30 ordinary shares with the par value of Baht 1, remaining from the allocation of stock dividend per the resolution adopted from the AGM 2008, and to amend the Memorandum of Associations, Clause 4 to be corresponded with the decrease of register capital.**

- (a) Authorizing the Proxy to vote for every items at his/her own discretion.
(b) The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:
Approve Disapprove Abstain

**Agenda 6 To consider and approve the increased shares allocation to support the stock dividend payment.**

- (a) Authorizing the Proxy to vote for every items at his/her own discretion.
- (b) The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:
  - Approve                       Disapprove                       Abstain

**Agenda 7 To consider and approve the increased of the Company's registered capital 13,199,997 shares to support the stock dividend payment and to amend the Memorandum of Associations, Clause 4 to be corresponded with the increase of register capital.**

- (a) Authorizing the Proxy to vote for every items at his/her own discretion.
- (b) The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:
  - Approve                       Disapprove                       Abstain

**Agenda 8 To consider and approve the appointment of directors replacing those retired by rotation and approve the director's remunerations and pension.**

- (a) Authorizing the Proxy to vote for every items at his/her own discretion.
- (b) The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:
  - Approve                       Disapprove                       Abstain

**Appointment of the certain directors as follows:**

- |                                      |                                     |                                  |
|--------------------------------------|-------------------------------------|----------------------------------|
| Name of Director: <b>Mr.Chalush</b>  | <b>Chinthammit</b>                  |                                  |
| <input type="checkbox"/> Approve     | <input type="checkbox"/> Disapprove | <input type="checkbox"/> Abstain |
| Name of Director: <b>Mr.Pong</b>     | <b>Chinthammit</b>                  |                                  |
| <input type="checkbox"/> Approve     | <input type="checkbox"/> Disapprove | <input type="checkbox"/> Abstain |
| Name of Director: <b>Mr.Chadej</b>   | <b>Insawang</b>                     |                                  |
| <input type="checkbox"/> Approve     | <input type="checkbox"/> Disapprove | <input type="checkbox"/> Abstain |
| Name of Director: <b>Mr.Nisakorn</b> | <b>Parkpean</b>                     |                                  |
| <input type="checkbox"/> Approve     | <input type="checkbox"/> Disapprove | <input type="checkbox"/> Abstain |
| Name of Director: <b>Mr.Suang</b>    | <b>Ruangsook</b>                    |                                  |
| <input type="checkbox"/> Approve     | <input type="checkbox"/> Disapprove | <input type="checkbox"/> Abstain |

**Agenda 9 To consider and approve the appointment of auditors and fixing the Auditing fees for the year 2013.**

- (a) Authorizing the Proxy to vote for every items at his/her own discretion.
- (b) The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:
  - Approve                       Disapprove                       Abstain

**Agenda 10 To consider other business (if any)**

- (a) Authorizing the Proxy to vote for every items at his/her own discretion.
- (b) The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:
  - Approve                       Disapprove                       Abstain

- (5) Voting of the Proxy on any agenda that is not in accordance with my/our instruction stated herein. Will be regarded as incorrect voting and will not be regarded as a vote of shareholder.
- (6) In case I/We have not stated my/our instruction of how to vote, or such instruction is ambiguous, or in cases this meeting has to consider or approve any other matter other than the items stated herein, as well as there is any change of any fact, the Proxy shall be entitled to freely vote at his/her own discretion. All acts undertaken by the Proxy at this meeting, except the case that the Proxy did not vote as instructed herein, shall be deemed as my/our own act (s) in every respect.

Signed ..... shareholder  
( )

Signed ..... Proxy  
( )

- Remarks :**
1. The voting right has to be assigned to only one Proxy, therefore, this voting right can not be divided and separately assigned to more than one Proxy.
  2. For the election of directors, the voter may elect some or all of the nominees.
  3. 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 B as enclosed.

