

**PROXY FORM (Form C)**

(For foreign shareholders who have custodians in Thailand only)

Made at .....

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

1) I/We ..... Nationality .....  
residing/located at No ..... Road..... Sub-District .....  
District ..... Province ..... Postal Code .....

as a Custodian of .....  
who is a shareholder of Oishi Group Public Company Limited, holding the total  
number of ..... shares and have the rights to vote equal to ..... votes  
as follows:

- ordinary share ..... shares and have the rights to vote equal to ..... votes
- preference share ..... shares and have the rights to vote equal to ..... votes

2) Hereby appoint (The shareholder may appoint the independent director of the Company  
to be the proxy, please use details in Remark No.6)

- (1) Name ..... Age ..... years  
residing/located at No. .... Road ..... Sub-District .....  
District ..... Province ..... Postal Code..... or
- (2) Name ..... Age ..... years  
residing/located at No. .... Road ..... Sub-District .....  
District ..... Province ..... Postal Code..... or
- (3) Name ..... Age ..... years  
residing/located at No. .... Road ..... Sub-District .....  
District ..... Province ..... Postal Code.....

anyone of these persons to be my/our proxy to attend and vote, on my/our behalf at the  
2018 Annual General Meeting of Shareholders to be held on Tuesday, January 30, 2018 at 2.00  
p.m. at Grand Hall I, 2<sup>nd</sup> Floor, the Athenee Hotel, a Luxury Collection Hotel, Bangkok, 61  
Wireless Road, Lumpini, Pathumwan, Bangkok 10330 or at any adjournment thereof to any other  
day, time and venue.

3) I/We hereby authorize the proxy to attend and vote on my/our behalf at this meeting  
as follows:

- To grant the total amount of share holding and having the right to vote
- To grant the partial shares as follows:
  - ordinary share ..... shares and have the rights to vote equal to ..... votes
  - preference share ..... shares and have the rights to vote equal to .....votes

The total number of voting right is ..... votes.

- 4) In this meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

**Agenda 1 Chairman of the Board of Directors Notification**

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
- Approve                       Disapprove                       Abstain

**Agenda 2 Adoption of the minutes of 2017 Annual General Meeting of Shareholders which was held on January 25, 2017**

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
- Approve                       Disapprove                       Abstain

**Agenda 3 Acknowledgement of the business operation for the fiscal year 2017 ended September 30, 2017 and the report of the Board of Directors**

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
- Approve                       Disapprove                       Abstain

**Agenda 4 Approval on the Financial Statements for the year 2017 ended September 30, 2017 together with the Auditor Report**

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
- Approve                       Disapprove                       Abstain

**Agenda 5 Approval on the dividend payment and the appropriation for legal reserve**

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
- Approve                       Disapprove                       Abstain

**Agenda 6 Approval on the election of the directors in replacement of the directors whose term will expire by rotation**

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
  - To elect all proposed directors
    - Approve  Disapprove  Abstain
  - To elect each director individually
    1. Mr. Vikrom Koompirochana
      - Approve  Disapprove  Abstain
    2. Mr. Chai Jroongtanapibarn
      - Approve  Disapprove  Abstain
    3. Ms. Potjanee Thanavararit
      - Approve  Disapprove  Abstain

**Agenda 7 Approval on the payment of director remuneration for the period from January to December 2018**

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
  - Approve  Disapprove  Abstain

**Agenda 8 Approval on director bonus for the year 2018**

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
  - Approve  Disapprove  Abstain

**Agenda 9 Approval on the appointment of the auditor for the Financial Statements year 2018 and determination of the remuneration**

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
  - Approve  Disapprove  Abstain

**Agenda 10 Other businesses (if any)**

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
  - Approve
  - Disapprove
  - Abstain

- 5) If the proxy does not vote consistently with my/our voting intentions as specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the Company's shareholders.
- 6) In the event that I/we have not specified my/our voting intention on any agenda item or have 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 acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

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

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

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

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

**Remarks**

- 1. Only foreign shareholders whose names appear in the registration book and have appointed a Custodian in Thailand can use the Proxy Form C.
- 2. Evidence to be attached with this Proxy Form are:
  - (1) Power of Attorney from the shareholder authorizing a Custodian to sign the Proxy Form on behalf of the shareholder.
  - (2) Letter of certification to certify that a person executing the Proxy Form has obtained a permit to act as a Custodian.
- 3. The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.
- 4. In the Agenda for the election of directors, the vote may be made for all or certain directors.
- 5. In case where the statement exceeds those specified above, additional details may be specified in the Attachment to Proxy Form C attached
- 6. The shareholder may appoint Mr. Prasit Kovilaikool, the Chairman and independent director, to be the proxy. (Information of independent directors were shown in the Enclosure 7)

**Attachment to the Proxy Form (Form C)**

A proxy is granted by a shareholder of Oishi Group Public Company Limited

For the 2018 Annual General Meeting of Shareholders to be held on Tuesday, January 30, 2018 at 2.00 p.m. at Grand Hall I, 2<sup>nd</sup> Floor, the Athenee Hotel, a Luxury Collection Hotel, Bangkok, 61 Wireless Road, Lumpini, Pathumwan, Bangkok 10330, or at any adjournment thereof to any other day, time and venue.

Agenda .... Approval of .....

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  - Approve
  - Disapprove
  - Abstain

Agenda .... Approval of .....

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