



PROXY FORM C

(In case of the shareholder's foreign investor and appoint  
Local custodian as their representation)

Written at.....

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

(1) I/We.....

Resides at.....Road.....Tambon / Kwaeng.....

Amphur / Khet.....Province.....Postal Code.....

As entrepreneur and maintain a depository shares (custodian) to

.....

am / are a shareholder(s) of **Rayong Wire Industries Public Company Limited**

Holding the total amount of.....shares Cast Vote Totaling.....Vote (s)

Common Share.....shares Cast Vote Totaling.....Vote (s)

2) Hereby appoint

1.Name.....ages.....years,

Resides at .....Road.....Tambon/Kwaeng .....

Amphur/Khet .....Province .....Postal Code .....or

2.Name.....ages.....years,

Resides at .....Road.....Tambon/Kwaeng .....

Amphur/Khet .....Province .....Postal Code .....or

3.Name.....ages.....years,

Resides at .....Road.....Tambon/Kwaeng .....

Amphur/Khet .....Province .....Postal Code .....or

4. Mr. Worawit Siriwatwimon (Independent Director and Chairman of Audit Committee)

age 56 years Thai Nationality Resides at 900/14 SVOA Tower 18<sup>th</sup> Floor Rama 3 Road Kwaeng

Bangpongpan, Khet Yannawa, Bangkok 10120 or

5. Mr. Wichain Suphanpanitkul (Independent Director and Audit Committee) age 54 years

Thai Nationality Resides at 900/15 SVOA Tower 19<sup>th</sup> Floor Rama 3 Road Kwaeng

Bangpongpan, Khet Yannawa, Bangkok 10120 or

6. Mr. Pinit Naksukhum (Independent Director and Audit Committee) age 45 years Thai Nationality Resides at 900/15 SVOA Tower 19<sup>th</sup> Floor Rama 3 Road Kwaeng Bangpongpan, Khet Yannawa, Bangkok 10120 or

Appoint one and only one as my/our proxy holder to attend and vote on my/our behalf at The 2015 Annual General Meeting of Shareholders to be held on Thursday, April 30, 2015 at 9.00 hour at Vimarnthip Room, 5<sup>th</sup> Floor, Montien Riverside Hotel, No. 372 Rama 3 Road, Kwaeng Bangklo, Khet Bangkoleam, Bangkok 10120 or on the date and the place as may be postponed or changed.

(3) Hereby appoint proxies to attend and vote in this meeting as follows:

By proxy holding shares and entitled to vote

Grant only partial

Ordinary Share .....shares and right to vote.....votes

Totaling of right to votes.....votes

(4) In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows

**Agenda 1: To consider and certify the Minutes of Extraordinary Meeting of Shareholders No.1-2014 held on July 21, 2014**

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects.

(B) The proxy shall vote as per my/our intention as follows:

Approve       Disapprove       Abstain

**Agenda 2: To acknowledge the report of the Board of Directors for the year 2014**

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects.

(B) The proxy shall vote as per my/our intention as follows:

Approve       Disapprove       Abstain

**Agenda 3** To consider and approve the financial statements consisted of Balance Sheet, Profit and Loss Statement for the year ended December 31, 2014

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects.

(B) The proxy shall vote as per my/our intention as follows:

Approve                       Disapprove                       Abstain

**Agenda 4** To consider and approve of profit allocation and Omit Dividend Payment

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects.

(B) The proxy shall vote as per my/our intention as follows:

Approve                       Disapprove                       Abstain

**Agenda 5** To appoint Directors whom retired by rotation

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects.

(B) The proxy shall vote as per my/our intention as follows:

Appointment of the Whole Board of Directors

Approve                       Disapprove                       Abstain

Appointment of Individual Director

1. Mr. Pinit Naksukhum

Approve                       Disapprove                       Abstain

2. Dr. Chenin Chen

Approve                       Disapprove                       Abstain

3. Mr. Pipit Jaovisidha

Approve                       Disapprove                       Abstain

**Agenda 6** To set the remuneration of Board of Directors

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects.

(B) The proxy shall vote as per my/our intention as follows:

Approve                       Disapprove                       Abstain

Agenda 7 To consider and appoint the Company's auditor and fix the auditor's fee for the year 2015

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects.

(B) The proxy shall vote as per my/our intention as follows:

Approve                       Disapprove                       Abstain

Agenda 8 To consider and approve increase registered capital of company and amendment of Memorandum of Association No.4 RE: Registered Capital in order to be consistence with increase registered capital of company

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects.

(B) The proxy shall vote as per my/our intention as follows:

Approve                       Disapprove                       Abstain

Agenda 9 To consider and approve allocation of capital increase shares

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects.

(B) The proxy shall vote as per my/our intention as follows:

Approve                       Disapprove                       Abstain

Agenda 10 To consider on issuance and offer warrant to purchase ordinary shares No.1 (RWI-W1) to existing shareholders of company by proportion of holding shares

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects.

(B) The proxy shall vote as per my/our intention as follows:

Approve                       Disapprove                       Abstain

Agenda 11 Other Business (if any)

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects.

(B) The proxy shall vote as per my/our intention as follows:

Approve                       Disapprove                       Abstain

(5) In case that the proxy holder does not vote per my/our intention specified in the proxy, the vote is regarded as invalid vote and not accounted as my/our, a shareholder(s), vote.

(6) If I/we did not declare or indicate clearly the requirement to vote in any agenda item; or if the Meeting is to consider and vote for a resolution on other agenda items to other agenda not mentioned in the proxy, the proxy holder will have full right to consider and vote accordingly for me/us.

I/we shall be fully liable for any action, except not voting per my/our specified intention, taken by the proxy holder at the Meeting.

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

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

Signed.....Proxy Holder      Signed.....Proxy Holder  
(..... )      (Mr. Worawit Siriwatwimon)

Signed.....Proxy Holder      Signed.....Proxy Holder  
(Mr. Wichain Suphunpanitkul)                      (Mr. Pinit Naksukhum)

**Remarks**

1. Proxy Form C is only for whose name appears in registration book as foreign investor
2. Evidence must attaches with proxy
  - (1) Letter of Proxy from shareholders to custodian signing instead
  - (2) Confirmation letter of signing instead to business license of custodian

3. Shareholders who appoint a proxy must authorized only one to attend the meeting and voting shares could not be separated for so many people to for separate proxy voting.
4. Agenda of election Directors can elect all Directors or individual.
5. In case that there are other agenda for consideration other than those abovementioned, the shareholder may additionally specify on the regular continued Proxy Form C (attached).

### The regular continued Proxy Form C

The proxy of the shareholder of **Rayong Wire Industries Public Company Limited**

The 2015 Annual General Meeting of Shareholders to be held on Thursday, April 30, 2015 at 9.00 hour, Vimarnthip Room, 5<sup>th</sup> Floor, Montien Riverside Hotel, No. 372 Rama 3 Road, Kwaeng Bangklo, Khet Bangkoleam, Bangkok 10120 or on the date and the place as may be postponed or changed.

Agenda.....Subject.....

- (A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects.
- (B) The proxy shall vote as per my/our intention as follows:
  - Approve                       Disapprove                       Abstain

Agenda.....Subject.....

- (A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate in all respects.
- (B) The proxy shall vote as per my/our intention as follows:
  - Approve                       Disapprove                       Abstain

Agenda.....Subject.....

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 Approve       Disapprove       Abstain

Agenda.....Subject.....

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 Approve       Disapprove       Abstain

Agenda.....Subject.....

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 (B) The proxy shall vote as per my/our intention as follows:  
 Approve       Disapprove       Abstain

Agenda.....SubjectAppointment of Directors

Name of Director.....  
 Approve       Disapprove       Abstain

Name of Director.....  
 Approve       Disapprove       Abstain

Name of Director.....  
 Approve       Disapprove       Abstain

Name of Director.....  
 Approve       Disapprove       Abstain

Name of Director.....  
 Approve       Disapprove       Abstain

Name of Director.....  
 Approve       Disapprove       Abstain

Name of Director.....  
 Approve       Disapprove       Abstain

