



**Proxy Form B.**

Written at \_\_\_\_\_

Date \_\_\_\_\_.

(1) I/We \_\_\_\_\_ nationality \_\_\_\_\_

Address \_\_\_\_\_.

(2) being a shareholder of **Bangkok Expressway and Metro Public Company Limited** holding the total of \_\_\_\_\_ shares and have the right to vote equal to \_\_\_\_\_ votes as follows:

ordinary shares \_\_\_\_\_ shares and having the right to vote equal to \_\_\_\_\_ votes

preferred shares \_\_\_\_\_ shares and having the right to vote equal to \_\_\_\_\_ votes

(3) Hereby appoint either

1. Name \_\_\_\_\_ age \_\_\_\_\_ years , residing at \_\_\_\_\_  
Road \_\_\_\_\_ Subdistrict \_\_\_\_\_ District \_\_\_\_\_  
Province \_\_\_\_\_ Postal Code \_\_\_\_\_ or

2. Name **Mr. Vitoon Tejatussanasoontorn** age **82** years , residing at **238/7** .  
Road **Asoke –Din Daeng** Subdistrict **Bang Kapi** District **Huai Khwang**  
Province **Bangkok** Postal Code **10310** or

3. Name **Gen. Chetta Thanajaro** age **84** years , residing at **238/7** .  
Road **Asoke –Din Daeng** Subdistrict **Bang Kapi** District **Huai Khwang**  
Province **Bangkok** Postal Code **10310**

Any and only one person to be my/our proxy to attend and vote on my/our behalf at the Annual Ordinary General Meeting of Shareholders for the year 2022, **via electronic means (E-Meeting)**, is scheduled to be held on **Monday, April 4, 2022 at 14.00 hrs.** The meeting will be controlled at Auditorium Room, G Floor, A Building, Bangkok Expressway and Metro Public Company Limited No. 189 Rama IX Road, Huai Khwang district, Huai Khwang subdistrict, Bangkok 10310 or such other date, time and place as the meeting may be adjourned.

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

**Item 1 To consider and approve the Minutes of the 2021 Annual Ordinary General Meeting of Shareholders**

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

(b) To grant my/our proxy to vote at my/our desire as follows:

Approve

Disapprove

Abstain

**Item 2 To acknowledge the Company's operational results for 2021**

**Item 3 To consider and approve the statement of financial position and the statement of income for the year ended December 31, 2021**

- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- (b) To grant my/our proxy to vote at my/our desire as follows:
- Approve  Disapprove  Abstain

**Item 4 To consider and approve the appropriation of profit and dividend payment**

- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- (b) To grant my/our proxy to vote at my/our desire as follows:
- Approve  Disapprove  Abstain

**Item 5 To consider and nominate candidates to be elected as directors to replace those due to retire by rotation**

- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- (b) To grant my/our proxy to vote at my/our desire as follows:
- Approve the appointment of all directors
- Approve  Disapprove  Abstain
- Approve the appointment of certain directors as follows:
1. Miss Arisara Dharamadhaj
- Approve  Disapprove  Abstain
2. Mr.Vithaya Punmongkol
- Approve  Disapprove  Abstain
3. Mr.Plew Trivisvavet
- Approve  Disapprove  Abstain
4. Mr.Supong Chayutsahakij
- Approve  Disapprove  Abstain
5. Mr.Phongsarit Tantisuvanitchkul
- Approve  Disapprove  Abstain
6. Dr.Sombat Kitjalaksana
- Approve  Disapprove  Abstain

**Item 6 To consider the determination of remuneration for directors**

- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- (b) To grant my/our proxy to vote at my/our desire as follows:
  - Approve
  - Disapprove
  - Abstain

**Item 7 To consider the appointment of auditor and determination of remuneration**

- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- (b) To grant my/our proxy to vote at my/our desire as follows:
  - Approve
  - Disapprove
  - Abstain

**Item 8 To consider reviewing the prescription of prohibitions on acts constituting foreign dominance**

- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- (b) To grant my/our proxy to vote at my/our desire as follows:
  - Approve
  - Disapprove
  - Abstain

**Item 9 Other matters (if any)**

- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- (b) To grant my/our proxy to vote at my/our desire as follows:
  - Approve
  - Disapprove
  - Abstain

- (5) The proxy holder's vote in any agenda, which is not in accordance with my/our intention as specified in this Proxy, shall be deemed invalid and shall not be treated, as shareholder.
- (6) In case I/we have not specified my/our voting intention in any agenda or 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.

All acts undertaken by the proxy holder at the meeting, except where the proxy does not vote according to my/our intention as specified herein, shall be deemed as if they have been undertaken by myself/ourselves in all respects.

Signed \_\_\_\_\_ Grantor  
( )

Signed \_\_\_\_\_ Proxy  
( )

Signed \_\_\_\_\_ Proxy  
( )

Signed \_\_\_\_\_ Proxy  
( )

**Remark**

1. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.
2. The agenda of election of Directors could be voting all Directors or individual Director.
3. If there is any other agenda to be considered in the meeting other than to those specified above, the attached Supplemental Proxy Form B. shall be used.
4. Documents or Evidence of Identity of Shareholders as attached with this Proxy Form :
  - A. A copy of valid official document issued by governmental authorities of the Proxy Grantor, e.g. personal I.D. or identification card of government officer or identification card of state enterprise officer or driver license issued by Department of Land Transport ( declared by number of personal I.D.) or passport, including the evidence of name or last name's change (if any).
  - B. An Evidence of Identity of the Proxy Holder, which official document issued by governmental authorities, e.g. personal I.D. or identification card of government officer or identification card of state enterprise officer or driver license issued by Department of Land Transport (declared by number of personal I.D.) or passport or a copy of documents.

