



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 _____ age _____ years , residing at _____
Road _____ Subdistrict _____ District _____
Province _____ Postal Code _____ or

3. Name **Mr. Vitoon Tejatussanasoontorn** age **79** 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 Extraordinary General Meeting of Shareholders No. 1/2019 be held on **Monday, March 18, 2019 at 14.00 hrs. at 2nd floor, Le Concorde Ballroom, Swissôtel Bangkok Ratchada, 204 Rachadapisek Road, Huai Kwang, Bangkok 10320** or such other date, time and place as the meeting may be adjourned.

Foreign shareholders who have appointed Thai custodian may download Proxy (Form C.) from our website at www.bemplc.co.th>Investor Relations>Shareholders Meeting>Invitation to the Extraordinary Shareholders' Meeting>the Extraordinary Shareholders' Meeting No.1/2019

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

Agenda 1 To consider and approve the Minutes of the 2018 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

Agenda 2 To consider and approve the Settlement of the Disputes with the Expressway Authority of Thailand by means of Review and Amendment of the Second Stage Expressway Agreement, the Agreement for the Extension of the Second Stage Expressway System (Sector D), and the Bang Pa-in - Pak Kret Expressway Agreement

- (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

Agenda 3 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. 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.

Supplemental Proxy Form

The proxy is granted by a shareholder **of Bangkok Expressway and Metro Public Company Limited.**

At the Extraordinary General Meeting of Shareholders No. 1/2019 be held on **Monday, March 18, 2019**
at 14.00 hrs. at 2nd floor, Le Concorde Ballroom, Swissôtel Bangkok Ratchada, 204 Rachadapisek Road,
Huai Kwang, Bangkok 10320 or such other date, time and place as the meeting may be adjourned..

- Item Re :
- (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 Re :
- (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 Re :
- (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 Re :
- (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 Re :
- (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

I/We certify that the statements in this Supplemental Proxy Form are correct, complete and true in all respects.

Signed _____ Grantor
()

Signed _____ Proxy
()

Signed _____ Proxy
()

Signed _____ Proxy
()