



Proxy Form B.
(Form with fixed and specific details authorizing proxy)

Written at _____
Date _____ Month _____ Year _____

(1) I/We _____ nationality _____ residing/located at no. _____
Road _____ Sub-district _____ District _____ Province _____
Postal Code _____

(2) Being a shareholder of Country Group Development Public Company Limited (the "Company")

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

(3) Hereby appoints

- 1. **Pol.Gen.Werapong Chuenpagdee**, Independent Director, and Member of the Audit Committee (64 years) residing at No. 898 Ploenchit Tower, 20th Floor, Ploenchit Road, Lumpini, Pathumwan, Bangkok 10330; **or**
- 2. **Mr. Hsu-Feng Shueh**, Independent Director, and Member of the Audit Committee (54 years) residing at No. 898 Ploenchit Tower, 20th Floor, Ploenchit Road, Lumpini, Pathumwan, Bangkok 10330; **or**
- 3. Name _____ Age _____ Years
Address _____ Road _____ Sub-District _____
District _____ Province _____ Zip Code _____ **or**
- 4. Name _____ Age _____ Years
Address _____ Road _____ Sub-District _____
District _____ Province _____ Zip Code _____

Any one of the above as my/our proxy to attend and vote on my/our behalf **at the Annual General Meeting of Shareholders for the year of 2022 to be held on Wednesday, 27 April 2022, at 9.00 hrs.** via electronic devices (E-AGM), or at any adjournment thereof to any other day, time, venue or the convening method of the meeting.

(4) I/We hereby authorize the proxy to vote on my/our behalf at this meeting as follows for each agenda item:

Agenda 1 To acknowledge the Company's 2021 operating results

As this agenda is for acknowledgement, there is no voting.

Agenda 2 To consider and approve the Audited Financial Statements for the year ended 31 December 2021

- The proxy shall consider and vote on my/our behalf as to his/her consideration.
- The proxy shall consider and vote on my/our behalf as follows.
 - Approve Disapprove Abstain

Agenda 3 To consider and approve the suspension of allocation of profit as legal reserve, and the suspension of dividend payment of the operating results for the fiscal year ended on 31 December 2021

- The proxy shall consider and vote on my/our behalf as to his/her consideration.
- The proxy shall consider and vote on my/our behalf as follows.
 - Approve Disapprove Abstain

Agenda 4 To consider and approve the election of the directors in replacement of the directors who retire by rotation

- The proxy shall consider and vote on my/our behalf as to his/her consideration.
- The proxy shall consider and vote on my/our behalf as follows.
 - The appointment of all directors
 - Approve Disapprove Abstain

The appointment of director individually.

Director's name 1) **Mr. Vikrom Koombirochana**

Chairman of the Board of Directors, and Independent Director

Approve Disapprove Abstain

Director's name 2) **Pol.Gen.Phatcharavat Wongsuwan**

Vice Chairman of the Board of Directors, and Independent Director

Approve Disapprove Abstain

Director's name 3) **Air Chief Marshal Permkiat Lavanamal**

Chairman of the Audit Committee, and Independent Director

Approve Disapprove Abstain

Agenda 5 To consider and approve the determination of directors' remuneration for the year 2022

The proxy shall consider and vote on my/our behalf as to his/her consideration.

The proxy shall consider and vote on my/our behalf as follows.

Approve Disapprove Abstain

Agenda 6 To consider and approve the appointment of the auditor for the Financial Statements for the year 2022, and determination of the remuneration

The proxy shall consider and vote on my/our behalf as to his/her consideration.

The proxy shall consider and vote on my/our behalf as follows.

Approve Disapprove Abstain

Agenda 7 To consider and approve the decrease of the Company's registered capital by cancelling the unissued registered ordinary shares, and the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the decrease of the Company's registered capital

The proxy shall consider and vote on my/our behalf as to his/her consideration.

The proxy shall consider and vote on my/our behalf as follows.

Approve Disapprove Abstain

Agenda 8 To consider and approve the increase of the Company's registered capital, and the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the increase of the Company's registered capital

The proxy shall consider and vote on my/our behalf as to his/her consideration.

The proxy shall consider and vote on my/our behalf as follows.

Approve Disapprove Abstain

Agenda 9 To consider and approve the allocation of newly-issued ordinary shares under the general mandate capital increase by way of a private placement

The proxy shall consider and vote on my/our behalf as to his/her consideration.

The proxy shall consider and vote on my/our behalf as follows.

Approve Disapprove Abstain

Agenda 10 Other business (if any)

The proxy shall consider and vote on my/our behalf as to his/her consideration.

The proxy shall consider and vote on my/our behalf as follows.

Approve Disapprove Abstain

- (5) Voting for the proxy in any agenda that is not as specified in this proxy shall be considered as invalid and not my voting as a shareholder.
- (6) In case I have not declared a voting intention in any agenda or my determination is not clear or in case the meeting considers or passes resolutions in any matters apart from those agendas specified above, including the case that there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as to his/her consideration.

I/We shall be fully liable for any action taken by the proxy at the meeting, except voting for proxy that is not as specified in this proxy.

Signed.....Grantor

(.....)

Signed.....Proxy

(.....)

Signed.....Proxy

(.....)

Signed.....Proxy

(.....)

Remarks

- 1. A shareholder shall appoint only one proxy to attend and vote at the meeting. A shareholder may not appoint more than one proxy, each with the voting right in respect of a certain portion of the shares.
- 2. In the agenda regarding election of directors, the entire group of nominated directors, or any individual nominated directors, can be elected.
- 3. In case there is any further agenda apart from specified above brought into consideration in the Meeting, the proxy may use the attachment to Proxy Form B.

Attachment to Proxy Form B.

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

At the Annual General Meeting of Shareholders for the year of 2022 to be held on Wednesday, 27 April 2022, at 9.00 hrs. via electronic devices (E-AGM), or at any adjournment thereof to any other day, time, venue or the convening method of the meeting.

Agenda No...... **Re :**.....

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