

(Duty Stamp of 20 Baht is required)

**Proxy (Form B.)**

Shareholder Registration No. Issued at .....  
 Date .....Month.....Year.....

(1) I, We ..... Nationality .....  
 Residing at No. .... Road ..... Sub-district .....  
 District ..... Province ..... Country ..... Postal code .....

(2) Being a shareholder of Banpu Public Company Limited, holding ..... shares  
 and having ..... votes, which consist of

No. of ordinary shares ..... shares, equivalent to .....votes

(3) Hereby appoint any one of:

1. Name ..... Age .....

Residing at No. .... Road ..... Sub-district .....  
 District ..... Province ..... Country ..... Postal code ....., **or**

2. Name ..... Age .....

Residing at No. .... Road ..... Sub-district .....  
 District ..... Province ..... Country ..... Postal code ....., **or**

3. Name ..... Age .....

Residing at No. .... Road ..... Sub-district .....  
 District ..... Province ..... Country ..... Postal code ....., **or**

4. Mr. Krirk-Krai Jirapaet Independent Director and Chairman of the Board Age 70  
 No. 135/23 Moo 9, Sub-district Bang Kruai, District Bang Kruai, Nontaburi 11130, **or**

5. Mr. Montri Mongkolswat Independent Director Age 70  
 No. 13/47 Moo 8, Sub-district Thawi Watthana, District Thawi Watthana, Bangkok 10170, **or**

6. Mr. Teerana Bhongmakapat Independent Director Age 58  
 No. 68/347 Soi ramkhamhaeng 164 Sub-district Minburi , District Minburi, Bangkok 10510, **or**

7. Mr. Rutt Phanijphand Independent Director Age 66  
 No. 86/1 Soi Soonwijai 8, Sub-district Bangkokpi, District Huay Kwang, Bangkok 10320, **or**

8. Mr. Somkiat Chareonkul Independent Director Age 72  
 No. 243 Santinivate Village Soi 5, Ladpraw 115 Road, Sub-district Klongchan, District Bangkokpi,  
 Bangkok 10240, **or**

9. Mr. Anothai Techamontrikul Independent Director Age 70  
 No. 247 Soi Pattanakan 53, Sub-district Suan Luang, District Suan Luang, Bangkok 10250.

to be my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of Shareholders for the year 2014 to be held on Thursday, April 3, 2014 at 1.00 p.m. at Grand Hall 2<sup>nd</sup> Imperial Queen's Park Hotel, Bangkok No. 199 Sukhumvit soi 22, Sukhumvit Road, Bangkok 10110 or at any adjournment thereof.

(4) I/we authorize my/our proxy to vote on behalf of my/our behalf in this Meeting in the following manners:

**Agenda 1: To acknowledge the minutes of the Extra General Meeting of Shareholders no. 1/2013**

This agenda is acknowledged the minutes. There is no voting on this agenda

**Agenda 2: To acknowledge the performance of the Company for the year 2013 and adopt the directors' report for the performance of the Company for the year ended on December 31, 2013**

- (a) The proxy has the rights to consider the matter and vote on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy is allowed to vote in accordance with my/our following instruction:
  - Approve                       Object                       Abstain

**Agenda 3: To approve the audited Statements of financial position and the Statement of Income for the year ended on December 31, 2013**

- (a) The proxy has the rights to consider the matter and vote on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy is allowed to vote in accordance with my/our following instruction:
  - Approve                       Object                       Abstain

**Agenda 4: To approve the distribution of annual profits and annual dividend payment**

- (a) The proxy has the rights to consider the matter and vote on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy is allowed to vote in accordance with my/our following instruction:
  - Approve                       Object                       Abstain

**Agenda 5: To consider the appointment directors.**

- (a) The proxy has the rights to consider the matter and vote on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy is allowed to vote in accordance with my/our following instruction:

**5.1 Approval of the appointment of directors in place of those retiring by rotation.**

- Approve the election of all proposed directors
  - Approve                       Object                       Abstain
- Approve the election of certain proposed directors as follows:
  1. Mr.Krirk-Krai Jirapaet
    - Approve                       Object                       Abstain
  2. Mr. Rutt Phanijphand
    - Approve                       Object                       Abstain
  3. Mr. Metee Auaapinyakul
    - Approve                       Object                       Abstain
  4. Mr. Suthad Setboonsarng
    - Approve                       Object                       Abstain

**5.2 Approval of the appointment of directors in place of resigned directors and the term of office will retain office only remaining term of resigned directors.**

- Approve the election of all proposed directors
  - Approve                       Object                       Abstain

- Approve the election of certain proposed directors as follows:
  1. Mr. Buntoeng Vongkusolkit
    - Approve             Object             Abstain
  2. Mr. Sudiarso Prasetio
    - Approve             Object             Abstain

**Agenda 6: To consider the directors’ remunerations**

- (a) The proxy has the rights to consider the matter and vote on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy is allowed to vote in accordance with my/our following instruction
  - Approve             Object             Abstain

**Agenda 7: To appoint the Company’s auditor and fix his/her remuneration**

- (a) The proxy has the rights to consider the matter and vote on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy is allowed to vote in accordance with my/our following instruction:
  - Approve             Object             Abstain

**Agenda 8: Other businesses (if any)**

The shareholders are free to ask any questions and the Board will answer their queries (if any).  
Thus there is no voting on this agenda.

(5) The proxy’s voting for any agenda that is not consistent with the intention specified under this proxy shall be deemed invalid and shall not be considered as my voting as the shareholder.

(6) If I/we do not specify or clearly specify my/our intention to vote in any agenda, or if there is any other agenda considered in the Meeting other than those specified above, or if there is any change or amendment to any fact, the proxy shall be authorized to consider the matters and vote on my/our behalf as the proxy deems appropriate.

Any act performed by the proxy during the meeting except the proxy’s voting that is not consistent with my intention as specified under this proxy, shall be deemed to have been done by me/us in all respects.

Signed ..... Grantor  
( )

Signed ..... Grantee  
( )

Signed ..... Grantee  
( )

Signed ..... Grantee  
( )

- Remarks:**
1. Where more than one proxy are appointed, only one proxy is allowed to attend the meeting and cast the votes on behalf of the appointing shareholder. No voting shares can be split to more than one proxy for voting purpose.
  2. With respect to the agenda appointing directors, it is optional to elect all or any of the proposed directors.