

Please bring along this form for convenient registration

Type B Proxy Form

Duty Stamp
20 Baht

Written at.....

Date.....

(1) I, Nationality:.....
Residing at House No. Road: Sub-district:
District: Province: Postal Code:

(2) Shareholder of Sena Development Public Company Limited holds a total of.....
shares and entitled to have.....vote(s)
Ordinary share:shares, entitled to have.....vote(s)

(3) Giving a proxy to:
(i) Age:years
Residing at House No. Road: Sub-district:
District: Province: Postal Code: or
(ii) Age:years
Residing at House No. Road: Sub-district:
District: Province: Postal Code:

Any one of the above persons is my representative to attend the Meeting and vote on my behalf in the Annual General Meeting of Shareholders for the Year 2014 on Monday, 28 April 2014 at 10.00 hours at Chaophraya Park Hotel, Tharnthip Building (Grand Ratchada Room), Floor 5, Ratchadapisek Road, Dindaeng, Bangkok 10400 or at any other date, time and venue as might be postponed.

(4) I hereby authorize the proxy to vote on my behalf as follows:

☐ **Agenda 1 : To consider and approve the Minute of the Annual General Meeting of Shareholders 2013**

- ☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.
☐ (b) The Proxy is to vote in accordance with my decision below:
☐ Agree ☐ Disagree ☐ No vote

☐ **Agenda 2 : To acknowledge the Board of Director's annual report.**

- ☐ (a) The Proxy is entitled to consider and acknowledge the matters on my behalf as appropriate in all respects.
☐ (b) The Proxy is to acknowledge the matters on my behalf.

☐ **Agenda 3 : To consider and approve the Financial Statement for the year 2013 in the accounting period ending on December 31, 2013.**

- ☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.
☐ (b) The Proxy is to vote in accordance with my decision below:
☐ Agree ☐ Disagree ☐ No vote

☐ **Agenda 4 : To consider and approve the allocation of net profit to the legal reserve and approve the payment of dividend deriving from the operating results for the year 2013.**

- ☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.
☐ (b) The Proxy is to vote in accordance with my decision below:
☐ Agree ☐ Disagree ☐ No vote

☐ **Agenda 5 : To consider and approve the reappointment of Directors to replace those retired by rotation.**

- ☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.
☐ (b) The Proxy is to vote in accordance with my decision below:
☐ Appointment of the whole set of directors
☐ Agree ☐ Disagree ☐ No vote
☐ Appointment of directors on an individual basis:

Director's name: Professor Chaiyos Hemarajata

☐ Agree ☐ Disagree ☐ No vote

Director's name: Mr. Theerawat Thanyalakpark

☐ Agree ☐ Disagree ☐ No vote

Director's name: Miss Benyalak Thanyalakpark

☐ Agree ☐ Disagree ☐ No vote

☐ **Agenda 6 : To consider and approve the remuneration to Directors of the Company for the year 2014.**

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my decision below:

☐ Agree ☐ Disagree ☐ No vote

☐ **Agenda 7 : To consider and approve for the appointment of the auditors and fixing of audit fees for the year 2014**

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my decision below:

☐ Agree ☐ Disagree ☐ No vote

☐ **Agenda 8 : To consider and approve the cancellation of the resolutions of the Extraordinary General Meeting of Shareholders No. 1/2012 held on 24 October 2012 to approve the issuance and offer of ordinary shares to the public, and the issuance and allocation of warrants to purchase the Company's ordinary shares No.1 (SENA-W1) to existing shareholders and the public whom subscribed for the shares from the capital increase.**

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my decision below:

☐ Agree ☐ Disagree ☐ No vote

☐ **Agenda 9 : To consider and approve the issuance and allocation of warrants to purchase ordinary shares to Executives and Employees of the Company and/or its subsidiaries No. 2 (SENA-WB)**

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my decision below:

☐ Vote for issuance and allocation of warrants to Executives and Employees whom shall be allocated not more than 5% of total warrants

☐ Individually vote for issuance and allocation of warrants to Executives and Employees whom shall be allocated more than 5% of total warrants

Executive's name: Ms. Weeraporn Chaisiriyasavat

☐ Agree ☐ Disagree ☐ No vote

Executive's name: Mr. Pathomporn Tiranassavat

☐ Agree ☐ Disagree ☐ No vote

Executive's name: Mr. Prakit Akrasaereenon

☐ Agree ☐ Disagree ☐ No vote

Executive's name: Ms. Supaluck Supapreecha

☐ Agree ☐ Disagree ☐ No vote

☐ **Agenda 10: To consider and approve the reduction of the registered capital of the Company by canceling the unissued registered ordinary shares**

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my decision below:

☐ Agree ☐ Disagree ☐ No vote

☐ **Agenda 11: To consider and approve the amendment of Clause 4 of the Memorandum of Association to be consistent with the reduction of the registered capital of the Company**

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my decision below:

☐ Agree ☐ Disagree ☐ No vote

☐ **Agenda 12: To consider and approve the increase of the registered capital of the Company for supporting the exercise of rights under warrants to purchase ordinary shares of the Company, to be issued to Executives and Employees of the Company and/or its subsidiaries No. 2 (SENA-WB)**

- ☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.
☐ (b) The Proxy is to vote in accordance with my decision below:
☐ Agree ☐ Disagree ☐ No vote

☐ **Agenda 13: To consider and approve the amendment of Clause 4 of the Memorandum of Association to be consistent with the increase of the registered capital of the Company**

- ☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.
☐ (b) The Proxy is to vote in accordance with my decision below:
☐ Agree ☐ Disagree ☐ No vote

☐ **Agenda 14: To consider and approve the allocation of the newly issued ordinary shares of the Company for supporting the exercise of rights under warrants to purchase ordinary shares of the Company, to be issued to Executives and Employees of the Company and/or its subsidiaries No. 2 (SENA-WB).**

- ☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.
☐ (b) The Proxy is to vote in accordance with my decision below:
☐ Agree ☐ Disagree ☐ No vote

☐ **Agenda 15: Other Matters (if any)**

- ☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.
☐ (b) The Proxy is to vote in accordance with my decision below:
☐ Agree ☐ Disagree ☐ No vote

(5) Voting of the proxy in any agenda which is inconsistent to what stated in the Proxy Form shall be considered as incorrect and shall not be considered as my vote, as a shareholder.

(6) In case that I do not indicate my decision to vote in any agenda or state unclearly or in case that the Meeting considers or there is a resolution on the matters other than mentioned in the above, as well as the case that there is a change or additional fact of any case, the proxy is entitled to consider and vote on my behalf as he/she deems appropriate in all respects.

Any action taken by the proxy in the Meeting, except in the case that the proxy does not vote in accordance with what sated in the Proxy Form, shall be considered as my action.

Sign.....Grantor
 (.....)

Sign..... Grantee
 (.....)

Sign..... Grantee
 (.....)

Sign..... Grantee
 (.....)

Notes:

1. Shareholder who wishes to give a proxy shall authorize only one proxy to attend and vote in the Meeting. Dividing of shares to several proxies for the purpose of voting is inapplicable.
2. Agenda on election of directors can be made for a whole set of directors or on an individual basis.
3. In case that there are agenda items to be considered other than the agenda items stated above, the authorizer can specifically add in the Addendum to Type B Proxy Form as attached herein.

Addendum to Type B Proxy Form

This is to indicate my appointment of proxy in a capacity of the shareholder of Sena Development Public Company Limited to attend and vote on my behalf in the Annual General Meeting of Shareholders for the Year 2014 on Monday, 28 April 2014 at 10.00 hours at Chaophraya Park Hotel, Tharnthip Building (Grand Ratchada Room), Floor 5, Ratchadapisek Road, Dindaeng, Bangkok 10400 or at any other date, time and venue as might be postponed.

☐ **Agenda..... :**

- ☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.
☐ (b) The Proxy is to vote in accordance with my decision as below:
☐ Agree ☐ Disagree ☐ No vote

☐ **Agenda..... :**

- ☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.
☐ (b) The Proxy is to vote in accordance with my decision as below:
☐ Agree ☐ Disagree ☐ No vote

☐ **Agenda..... :**

- ☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.
☐ (b) The Proxy is to vote in accordance with my decision as below:
☐ Agree ☐ Disagree ☐ No vote

Sign.....Grantor
 (.....)

Sign.....Grantee
 (.....)

Sign..... Grantee
 (.....)

Sign..... Grantee
 (.....)