

Duty Stamp  
20 Baht

PROXY FORM C

(For foreign shareholders who have custodians in Thailand only)  
According to Regulation of Department of Business Development  
Re: Form of Proxy (No.5) B.E. 2550

Written at .....  
Date..... Month .....Year.....

(1) I/We .....  
Residing at No. ....Road ..... Sub district .....  
District .....Province .....Postal Code .....  
acting as the custodian for.....  
being a shareholder of RS Public Company Limited.  
holding the total amount of.....shares with the voting rights of .....votes as follows  
ordinary share.....shares with the voting rights of .....votes  
preferred share..... shares with the voting rights of .....votes

(2) do hereby appoint either one of the following persons: (May grant proxy to the independent director of which details as in attachment 3)

(1) ..... Age .....Years with  
address at ..... Road ..... Sub district ..... District  
..... Province ..... Postal Code ..... or

(2) ..... Age .....Years with  
address at ..... Road ..... Sub district ..... District  
..... Province ..... Postal Code ..... or

(3) ..... Age .....Years with  
address at ..... Road ..... Sub district ..... District  
..... Province ..... Postal Code .....

as only one of my / our proxy to attend and vote on my / our behalf at the Annual General Shareholder's Meeting Year 2014 to be held on April 24, 2014 at 2.00 p.m. at RS Hall Room, 7<sup>st</sup> floor , 419/4 Soi Ladphrao 15, Chomphon, Jatujark, Bangkok 10900 or at any adjournment thereof.

(3) I / We authorize my / our Proxy to attend and cast the votes as follows:

(a) The Proxy is authorized for all shares held and entitled to vote,

(b) The Proxy is authorized for certain shares as follows:

ordinary share \_\_\_\_\_ shares, entitling to vote \_\_\_\_\_votes

preferred share \_\_\_\_\_ shares, entitling to vote \_\_\_\_\_votes

Total entitled vote \_\_\_\_\_ votes

(4) I / We authorize my / our Proxy to cast the votes according to my / our intention as follows:

Agenda no.1 To adopt the Minutes of the Annual General Meeting of Shareholders Year 2013.

- (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my / our following instruction:
- Approve\_\_\_\_\_ votes     Disapprove\_\_\_\_\_ votes     Abstain\_\_\_\_\_ votes

Agenda no.2: To acknowledge the operating results year 2013.

- (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my / our following instruction:
- Approve\_\_\_\_\_ votes     Disapprove\_\_\_\_\_ votes     Abstain\_\_\_\_\_ votes

Agenda no.3: To consider and approve the statements of financial position and statements of comprehensive income for the year 2013.

- (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my / our following instruction:
- Approve\_\_\_\_\_ votes     Disapprove\_\_\_\_\_ votes     Abstain\_\_\_\_\_ votes

Agenda no.4: To approve the appropriation of year 2013 net profits.

- (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my / our following instruction:
- Approve\_\_\_\_\_ votes     Disapprove\_\_\_\_\_ votes     Abstain\_\_\_\_\_ votes

Agenda no.5: To appoint the Company's directors to replace those who retire by rotation.

- (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my / our following instruction:
- To elect directors as a whole
- Approve\_\_\_\_\_ votes     Disapprove\_\_\_\_\_ votes     Abstain\_\_\_\_\_ votes
- To elect each director individually

Director name is : **Mr. Phisit Dachanabhirom**

- Approve\_\_\_\_\_ votes     Disapprove\_\_\_\_\_ votes     Abstain\_\_\_\_\_ votes

Director name is : **General Pairoj Panichsamai**

Approve\_\_\_\_\_ votes  Disapprove\_\_\_\_\_ votes  Abstain\_\_\_\_\_ votes

Director name is : **Assistant Professor Witaya Danthamrongkul**

Approve\_\_\_\_\_ votes  Disapprove\_\_\_\_\_ votes  Abstain\_\_\_\_\_ votes

**Agenda no.6: To consider the director's remuneration.**

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve\_\_\_\_\_ votes  Disapprove\_\_\_\_\_ votes  Abstain\_\_\_\_\_ votes

**Agenda no.7: To appoint Company's auditor for the year 2014 and to determine the auditor's remuneration.**

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve\_\_\_\_\_ votes  Disapprove\_\_\_\_\_ votes  Abstain\_\_\_\_\_ votes

**Agenda no.8 : To ratify of the Acquisition of Assets which is the national digital television service licenses in variety channel of the standard definition (TV – Digital Project).**

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve\_\_\_\_\_ votes  Disapprove\_\_\_\_\_ votes  Abstain\_\_\_\_\_ votes

**Agenda no.9 : Other business (if any).**

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve\_\_\_\_\_ votes  Disapprove\_\_\_\_\_ votes  Abstain\_\_\_\_\_ votes

(5) Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

(6) In case I do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my / our behalf as the Proxy deems appropriate.

For any act performed by the Proxy at the Meeting, it shall be deemed as such acts had been done by me / us in all respects except for vote of the Proxy which is not in accordance with this Proxy Form.

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

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

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

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

Remarks:

1. This Proxy Form C shall be applicable only for the Shareholders listed in the share register book as the foreign investors appointing the Custodian in Thailand.
2. The following documents shall be attached with this Proxy Form:
  - (1) Power of Attorney from a shareholder authorizing a custodian to sign the Proxy Form on behalf of the shareholder.
  - (2) Letter certifying that the person signing the Proxy Form is authorized to engage in custodian business.
3. The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
4. In the agenda relating the election of Directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually.
5. In case there are agenda other than the agenda specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form C as enclosed.

REGULAR CONTINUED PROXY FORM C

Authorization on behalf of the Shareholder of RS Public Company Limited.

For the Annual General Meeting of Shareholders Year 2014 to be held on April 24, 2014 at 2.00 p.m. at RS Hall room, 7<sup>st</sup> floor, 419/4 Soi Ladphrao 15, Chomphon, Jatujark, Bangkok 10900 or at any adjournment thereof.

Agenda no. \_\_\_\_\_ : Subject \_\_\_\_\_

- (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my / our following instruction:
- Approve \_\_\_\_\_ votes     Disapprove \_\_\_\_\_ votes     Abstain \_\_\_\_\_ votes

Agenda no. \_\_\_\_\_ : Subject \_\_\_\_\_

- (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my / our following instruction:
- Approve \_\_\_\_\_ votes     Disapprove \_\_\_\_\_ votes     Abstain \_\_\_\_\_ votes

Agenda no. \_\_\_\_\_ : Subject \_\_\_\_\_

- (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my / our following instruction:
- Approve \_\_\_\_\_ votes     Disapprove \_\_\_\_\_ votes     Abstain \_\_\_\_\_ votes

Agenda no. \_\_\_\_\_ : Subject \_\_\_\_\_

- (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my / our following instruction:
- Approve \_\_\_\_\_ votes     Disapprove \_\_\_\_\_ votes     Abstain \_\_\_\_\_ votes

Agenda no. \_\_\_\_\_ : Election of Directors (Continued).

Name of Director \_\_\_\_\_

- Approve \_\_\_\_\_ votes     Disapprove \_\_\_\_\_ votes     Abstain \_\_\_\_\_ votes

Name of Director \_\_\_\_\_

- Approve \_\_\_\_\_ votes     Disapprove \_\_\_\_\_ votes     Abstain \_\_\_\_\_ votes

Name of Director \_\_\_\_\_

- Approve \_\_\_\_\_ votes     Disapprove \_\_\_\_\_ votes     Abstain \_\_\_\_\_ votes

Name of Director \_\_\_\_\_

Approve \_\_\_\_\_ votes     Disapprove \_\_\_\_\_ votes     Abstain \_\_\_\_\_ votes

Name of Director \_\_\_\_\_

Approve \_\_\_\_\_ votes     Disapprove \_\_\_\_\_ votes     Abstain \_\_\_\_\_ votes