



Proxy Form B

(The form in which each particular matter in detail is specified)

Made at .....

Date ....., 2011

(1) I, ..... Nationality ..... Residing at No. .... Road ..... Tambon/Khwaeng ..... Amphoe/Khet ..... Province ..... Postcode .....

(2) being a shareholder of the Siam Industrial Credit PCL, holding a total of ..... shares, and having voting rights equivalent to ..... vote(s), details of which are as follows:-

Ordinary share of ..... share(s), equivalent to ..... vote(s)

Preferred share of ..... share(s), equivalent to ..... vote(s)

(3) Hereby authorizes (Please mark ✓ the name of independent directors in the proxy or if you wish to appoint any other person, please provide details)

[ ] (1) Mr.Wirutt Rattanaporn Age 68 years Residing at No. 148/1 Soi Research Center 8 Road Petchburi Road Tambon/Khwaeng Bangkok Amphoe/Khet Huai Khwang Province Bangkok Postcode 10310 or

[ ] (2) Assoc.Prof.Dr.Kamales Santivejkul Aged 60 years Residing at No. 12/1 Soi Saimit Road Sukhumvit 58 Road Tambon/Khwaeng Bangjak Amphoe/Khet Prakanong Province Bangkok Postcode 10260 or

[ ] (3) Mr.Kavi Ansvananda Aged 76 years Residing at No. 163 Road Praditmanutham Road Tambon/Khwaeng Wangthonglang Amphoe/Khet Wangthonglang Province Bangkok Postcode 10110 or

[ ] (4) Mr.Vachara Palakawong Na Ayudhaya Aged 70 years Residing at No. 44 Soi 93 (Pengmee 1) Road Sukhumvit Road Tambon/Khwaeng Bangjak Amphoe/Khet Prakanong Province Bangkok Postcode 10260 or

[ ] (5) ..... Age ..... Residing at No. .... Road ..... Tambon/Khwaeng ..... Amphoe/Khet ..... Province ..... Postcode ..... or

[ ] (6) ..... Age ..... Residing at No. .... Road ..... Tambon/Khwaeng ..... Amphoe/Khet ..... Province ..... Postcode .....

any one of the above as my proxy to attend and vote on my behalf at the Extraordinary General Meeting of Shareholders No.2/2011 held on Monday November 14, 2011 at 10.30 hrs. at Evergreen Hall, Evergreen Laurel Hotel, 88 North Sathorn Road, Silom, Bangrak, Bangkok 10500, or at any adjournment thereof.

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

Agenda No.1 To consider and adopt the minutes of the Extraordinary General Meeting of the Shareholders No. 1/2011 held on June 30, 2011

[ ] (a) The proxy shall be entitled to consider the matter and vote on my behalf, as he/she deems appropriate in all respects.

[ ] (b) The proxy shall vote according to my decision as follows:-

[ ] Approve [ ] Disapprove [ ] Abstain



**Agenda No.2** To consider and approve the sale of all shares in SICCO Securities Public Company Limited (“SSEC”) held by the Company to CIMB Securities International Pte Ltd (“CSI”) and the Company’s voting to amend the articles of association of SSEC on removal of the restriction on foreign shareholding at the shareholders’ meeting of SSEC, which is deemed as one of the conditions precedent pursuant to the definitive Share Sale and Purchase Agreement

- (a) The proxy shall be entitled to consider the matter and vote on my behalf, as he/she deems appropriate in all respects.
- (b) The proxy shall vote according to my decision as follows:-
  - Approve       Disapprove       Abstain

**Agenda No.3** To consider and approve authorizing the President or the person(s) whom the President may assign, to have power and authority to do or cause to be done all acts and matters in connection with the sale of SSEC Shares to CSI

- (a) The proxy shall be entitled to consider the matter and vote on my behalf, as he/she deems appropriate in all respects.
- (b) The proxy shall vote according to my decision as follows:-
  - Approve       Disapprove       Abstain

**Agenda No.4** To consider and approve the cessation or suspension of the Company’s business expansion and engagement in new business

- (a) The proxy shall be entitled to consider the matter and vote on my behalf, as he/she deems appropriate in all respects.
- (b) The proxy shall vote according to my decision as follows:-
  - Approve       Disapprove       Abstain

**Agenda No.5** To consider and approve authorizing the Board of Directors or the President and the CEO of the Company or the person(s) whom the President and the CEO of the Company may assign, to have power and authority to consider and to do or cause to be done all acts and matters in connection with the cessation or suspension of the Company’s business expansion or engagement in the new business

- (a) The proxy shall be entitled to consider the matter and vote on my behalf, as he/she deems appropriate in all respects.
- (b) The proxy shall vote according to my decision as follows:-
  - Approve       Disapprove       Abstain

**Agenda No.6** To consider other businesses (if any).

- (a) The proxy shall be entitled to consider the matter and vote on my behalf, as he/she deems appropriate in all respects.
- (b) The proxy shall vote according to my decision as follows:-
  - Approve       Disapprove       Abstain

(5) Voting by the proxy in any agenda that does not conform to my decision specified in this proxy appointment shall be deemed invalid and therefore is not my voting as a shareholder.

(6) In case I have not clearly stated my vote for any agenda, or there are additional agendas to be considered other than mentioned above, including amendment or addition of any fact thereof, the proxy shall have the right to consider the matter and vote on my behalf as he/she deems appropriate in all respects.

Any actions performed by the proxy in the said meeting, except the voting(s) not conform to my statement in this proxy appointment, shall be deemed as have been performed by myself in all respects.

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

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

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

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**Notes:**

1. The shareholder shall appoint only one proxy to attend the meeting and vote on his/her behalf. Shares apportion to several proxies and split of votes are not allowed.
2. In case there are agendas other than those specified above, the additional statement can be specified by the shareholder in the attached Annex to Proxy Form B.



Annex to Proxy Form B

Proxy of the shareholder of the Siam Industrial Credit Public Company Limited

In the Extraordinary General Meeting of Shareholders No.2/2011 held on Monday November 14, 2011, at 10.30 hrs. at Evergreen Hall, Evergreen Laurel Hotel, 88 North Sathorn Road, Silom, Bangrak, Bangkok 10500, or at any adjournment thereof.

Agenda ..... Subject .....

- (a) The proxy shall be entitled to consider the matter and vote on my behalf, as he/she deems appropriate in all respects.
(b) The proxy shall vote according to my decision as follows:-
Approve Disapprove Abstain

Agenda ..... Subject .....

- (a) The proxy shall be entitled to consider the matter and vote on my behalf, as he/she deems appropriate in all respects.
(b) The proxy shall vote according to my decision as follows:-
Approve Disapprove Abstain

Agenda ..... Subject .....

- (a) The proxy shall be entitled to consider the matter and vote on my behalf, as he/she deems appropriate in all respects.
(b) The proxy shall vote according to my decision as follows:-
Approve Disapprove Abstain

Agenda ..... Subject .....

- (a) The proxy shall be entitled to consider the matter and vote on my behalf, as he/she deems appropriate in all respects.
(b) The proxy shall vote according to my decision as follows:-
Approve Disapprove Abstain