

**Form of Proxy, Form A.**

Made at .....

Date ..... Month ..... Year .....

(1) I/We ..... nationality .....  
 residing/located at No. .... Road, Tambol/Kwaeng .....  
 Amphur/Khet ..... Province ..... Postal Code .....

(2) being a shareholder of Sea Oil Public Company Limited, holding ..... shares  
 in total which are entitled to cast ..... votes as follows:  
 ordinary shares: ..... shares in total which are entitled to cast ..... votes; and  
 preferred shares: ..... shares in total which are entitled to cast ..... votes,

(3) I/We wish to appoint

(1) ..... age ..... years, residing/located at No. ....  
 ..... Road, Tambol/Kwaeng ..... Amphur/Khet .....  
 Province ..... Postal Code ..... or

(2) ..... age ..... years, residing/located at No. ....  
 ..... Road, Tambol/Kwaeng ..... Amphur/Khet .....  
 Province ..... Postal Code ..... or

(3) ..... age ..... years, residing/located at No. ....  
 ..... Road, Tambol/Kwaeng ..... Amphur/Khet .....  
 Province ..... Postal Code .....

any one of them as my/our proxy to attend and vote on my/our behalf at the Extraordinary General Meeting of Shareholders No. 1/2017 to be held on 19 January 2017 at 2.00 p.m. at Novotel Bangkok-Bangna Hotel, 333 Srinakarin Road, Kweang Nongbon, Khet Pravej, Bangkok or such other date, time and place as may be adjourned.

Any acts or performance caused by the proxy at the above meeting shall be deemed as my/our acts and performance in all respects.

Signed ..... Grantor  
 (.....)

Signed ..... Grantee  
 (.....)

Signed ..... Grantee  
 (.....)

Signed ..... Grantee  
 (.....)

**Remarks**

A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.

**Form of Proxy, Form B.**

Made at .....

Date ..... Month ..... Year .....

(1) I/We ..... nationality .....  
 residing/located at No. .... Road, Tambol/Kwaeng .....  
 Amphur/Khet ..... Province ..... Postal Code .....

(2) being a shareholder of Sea Oil Public Company Limited, holding ..... shares in total  
 which are entitled to cast ..... votes as follows:  
 ordinary shares: ..... shares in total which are entitled to cast ..... votes; and  
 preferred shares: ..... shares in total which are entitled to cast ..... votes,

(3) I/We wish to appoint

(1) ..... age ..... years,  
 residing/located at No. .... Road, Tambol/Kwaeng .....  
 Amphur/Khet ..... Province ..... Postal Code ....., or

(2) ..... age ..... years,  
 residing/located at No. .... Road, Tambol/Kwaeng .....  
 Amphur/Khet ..... Province ..... Postal Code ....., or

(3) ..... age ..... years,  
 residing/located at No. .... Road, Tambol/Kwaeng .....  
 Amphur/Khet ..... Province ..... Postal Code .....

any one of them as my/our proxy to attend and vote on my/our behalf at the 2016 Annual General Meeting of Shareholders to be held on 19 January 2017 at 2.00 p.m. at Novotel Bangkok-Bangna Hotel, 333 Srinakarin Road, Kweang Nongbon, Khet Pravej, Bangkok or such other date, time and place as may be adjourned.

(4) I/We authorise my/our proxy to cast the votes on my/our behalf at the above meeting in the following manners:

- Agenda no 1 To certify the minutes of the 2016 Annual General Meeting of Shareholders
  - (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 the following instructions:
    - Approve                       Disapprove                       Abstain
- Agenda no. 2 To consider and approve the investment in solar power plant business
  - (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 the following instructions:
    - Approve                       Disapprove                       Abstain
- Agenda no. 3 To consider and approve the capital reduction by cancelling authorized but unissued shares and the amendment to Clause 4 of the Company's Memorandum of Association so as to reflect the capital reduction
  - (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 the following instructions:
    - Approve                       Disapprove                       Abstain

- Agenda no. 4 To consider and approve the issue of warrants to purchase ordinary shares in the Company
  - (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 the following instructions:
    - Approve                       Disapprove                       Abstain
  
- Agenda no. 5 To consider and approve the increase of the Company's registered capital and the amendment to Clause 4 of the Company's Memorandum of Association to reflect the capital increase
  - (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 the following instructions:
    - Approve                       Disapprove                       Abstain
  
- Agenda no. 6 To consider and approve the allotment of new shares
  - (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 the following instructions:
    - Approve                       Disapprove                       Abstain
  
- Agenda no. 7 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 the following instructions:
    - Approve                       Disapprove                       Abstain

(5) If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.

(6) If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.

Any acts or performance caused by the proxy at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

Signed ..... Grantor  
(.....)

Signed ..... Grantee  
(.....)

Signed ..... Grantee  
(.....)

Signed ..... Grantee  
(.....)

**Remarks**

1. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.
2. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
3. In case there are more agendas to be discussed than those specified above, the grantor may make additional authorisation in the Attachment to Proxy Form B.

**Attachment to Proxy Form B.**

A proxy is granted by a shareholder of Sea Oil Public Company Limited.

For the Extraordinary General Meeting of Shareholders No. 1/2017 to be held on 19 January 2017 at 2.00 p.m. at Novotel Bangkok-Bangna Hotel, 333 Srinakarin Road, Kweang Nongbon, Khet Pravej, Bangkok or such other date, time and place as may be adjourned.

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- Agenda no. .... re: .....
- (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 the following instructions:
  - Approve                       Disapprove                       Abstain
  
- Agenda no. .... re: .....
- (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 the following instructions:
  - Approve                       Disapprove                       Abstain
  
- Agenda no. .... re: .....
- (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 the following instructions:
  - Approve                       Disapprove                       Abstain
  
- Agenda no. .... re: .....
- (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 the following instructions:
  - Approve                       Disapprove                       Abstain
  
- Agenda no. .... re: .....
- (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 the following instructions:
  - Approve                       Disapprove                       Abstain

**Form of Proxy, Form C.**

Made at .....

Date ..... Month ..... Year .....

(1) We .....  
 located at No. ...., ..... Road, Tambol/Kwaeng .....  
 Amphur/Khet ....., Province ....., Postal Code .....  
 in our capacity as the custodian for .....  
 being a shareholder of Sea Oil Public Company Limited, holding ..... shares in total which  
 are entitled to cast ..... votes as follows:  
     ordinary shares: ..... shares in total which are entitled to cast ..... votes; and  
     preferred shares: ..... shares in total which are entitled to cast ..... votes,

(2) We wish to appoint

(1) ..... age ..... years,  
 residing/located at No. ...., ..... Road, Tambol/Kwaeng .....  
 Amphur/Khet ....., Province ....., Postal Code ....., or

(2) ..... age ..... years,  
 residing/located at No. ...., ..... Road, Tambol/Kwaeng .....  
 Amphur/Khet ....., Province ....., Postal Code ....., or

(3) ..... age ..... years,  
 residing/located at No. ...., ..... Road, Tambol/Kwaeng .....  
 Amphur/Khet ....., Province ....., Postal Code .....

any one of them as our proxy to attend and vote on our behalf at the Extraordinary General Meeting of Shareholders No. 1/2017 to be held on 19 January 2017 at 2.00 p.m. at Novotel Bangkok-Bangna Hotel, 333 Srinakarin Road, Kweang Nongbon, Khet Pravej, Bangkok or such other date, time and place as may be adjourned.

(3) We authorise our proxy to attend the meeting and cast the votes on our behalf in the following manner:

- The voting right in all the voting shares held by us is granted to the proxy.  
 The voting right in part of the voting shares held by us is granted to the proxy as follows:  
 Ordinary shares: ..... shares in total, which are entitled to cast ..... votes; and  
 Preferred shares: ..... shares in total, which are entitled to cast ..... votes,  
 Total: ..... votes

(4) We authorise our proxy to cast the votes on our behalf at the above meeting in the following manner:

- Agenda no. 1 To certify the minutes of the 2016 Annual General Meeting of Shareholders
  - (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 the following instructions:
    - Approve with ..... votes  Disapprove with ..... votes  Abstain with votes
- Agenda no. 2 To consider and approve the investment in solar power plant business
  - (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 the following instructions:
    - Approve with ..... votes  Disapprove with ..... votes  Abstain with votes
- Agenda no. 3 To consider and approve the capital reduction by cancelling authorized but unissued shares and the amendment to Clause 4 of the Company's Memorandum of Association so as to reflect the capital reduction
  - (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 the following instructions:
    - Approve with ..... votes  Disapprove with ..... votes  Abstain with votes
- Agenda no. 4 To consider and approve the issue of warrants to purchase ordinary shares in the Company
  - (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 the following instructions:
    - Approve with ..... votes  Disapprove with ..... votes  Abstain with votes
- Agenda no. 5 To consider and approve the increase of the Company's registered capital and the amendment to Clause 4 of the Company's Memorandum of Association to reflect the capital increase
  - (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 the following instructions:
    - Approve with ..... votes  Disapprove with ..... votes  Abstain with votes
- Agenda no. 6 To consider and approve the allotment of new shares
  - (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 the following instructions:
    - Approve with ..... votes  Disapprove with ..... votes  Abstain with votes
- Agenda no. 7 To consider any 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 the following instructions:
    - Approve with ..... votes  Disapprove with ..... votes  Abstain with votes

(5) If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.

(6) If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.

Any acts or performance caused by the proxy at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

Signed ..... Grantor  
(.....)

Signed .....  
Grantee  
(.....)

Signed .....  
Grantee  
(.....)

Signed .....  
Grantee  
(.....)

### Attachment to Proxy Form C.

A proxy is granted by a shareholder of Sea Oil Public Company Limited.

For the Extraordinary General Meeting of Shareholders to be held on 19 January 2017 at 2.00 p.m. at Novotel Bangkok-Bangna Hotel, 333 Srinakarin Road, Kweang Nongbon, Khet Pravej, Bangkok or such other date, time and place as may be adjourned.

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- Agenda no. .... re: .....
- (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 the following instructions:
  - Approve with ..... votes     Disapprove with ..... votes     Abstain with votes
  
- Agenda no. .... re: .....
- (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 the following instructions:
  - Approve with ..... votes     Disapprove with ..... votes     Abstain with votes
  
- Agenda no. .... re: .....
- (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 the following instructions:
  - Approve with ..... votes     Disapprove with ..... votes     Abstain with votes
  
- Agenda no. .... re: .....
- (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 the following instructions:
  - Approve with ..... votes     Disapprove with ..... votes     Abstain with votes
  
- Agenda no. .... re: .....
- (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 the following instructions:
  - Approve with ..... votes     Disapprove with ..... votes     Abstain with votes