

Documents Required to be Presented Prior to Attending the Meeting, Proxy Appointment, Meeting Registration and Voting in the Annual General Meeting of the Shareholders

To attend 2016 Annual General Meeting of the Shareholders of Namyong Terminal Public Company Limited, for the shareholders or proxy's convenience, please kindly bring the Notice of the Meeting, Registration Form and Proxy Form to register.

1. Documents Required to Be Presented Prior to Attending the Meeting

For Individual Person

A. Attending in Person

Valid document issued by governmental authorities, e.g. the identification card, governmental identification card, driver license or passport, including the evidence of name or surname's change (if any).

B. Proxy

- (1) One of the Proxy Forms as attached to the Notice of the Meeting, correctly completed and signed by the Shareholder and the Proxy.
- (2) A copy of the Shareholder's valid document issued by governmental authorities as specified in Item A and certified by the Shareholder.
- (3) Valid document of the Proxy issued by governmental authorities as specified in Item A.

For Juristic Person

C. Representative of Shareholder (Authorized Director) Attending the Meeting

- (1) Valid document of the authorized director(s) issued by governmental authorities similar to those of individual person specified in Item A
- (2) A copy of the Shareholder's Affidavit document certified by the authorized director(s) showing that such authorized director(s) has the authority to act on the Shareholder's behalf.

D. Proxy

- (1) One of the Proxy Forms as attached to the Notice to of the meeting, correctly completed and signed by the authorized director(s) of the Shareholder and the Proxy.
- (2) A copy of Shareholder's Affidavit document certified by the authorized director(s) showing that such authorized director(s) signing the Proxy Form has the authority to act on the Shareholder's behalf.
- (3) A copy of valid document of the authorized director(s), issued by governmental authorities, signing the Proxy Form as specified in Item 1 and certified by the authorized director(s).
- (4) Valid document of the Proxy issued by governmental authorities similar to those of individual person specified in Item A.

E. For Shareholder who is a Foreign Investor and Appoints a Custodian in Thailand

- (1) All documents similar to those of the Juristic Person as specified in Item C and D.
- (2) In case the shareholder who is the foreign investor and has authorized the Custodian to sign the Proxy Form on his/its behalf, the following additional documents are required:
 - (2.1) Power of Attorney by shareholder who is a foreign investor which authorizes the Custodian to sign the Proxy Form on his/its behalf.
 - (2.2) Confirmation Letter showing that the Custodian signing the Proxy Form on his/its behalf is permitted to engage in the custodian business.

The original documents which are not in English shall be translated in English, and certified true and correct translation by the Shareholder (in case of individual person) or the authorized representative(s) of the Shareholder (in case of juristic person).

2 Proxy Appointment

The Proxy Forms A and B of each shareholder were printed as attached herewith according to the Regulation of the Department of Business Development, Ministry of Commerce Re: Form of Proxy (No. 5) B.E. 2550 which consists three Proxy Forms as follows:

- Form A : General Proxy Form (Simple Form)
- Form B : Specific Proxy Form
- Form C : Proxy Form for the Foreign Investor appointing the Custodian in Thailand.

The Foreign Investor who will appoint the Custodian in Thailand as his/its proxy can download Form C from www.namyongterminal.com, and please bring the proxy Form to register on the date of the meeting.

The Shareholder who cannot attend the meeting may appoint a person as his/its Proxy as follows:

- A. Complete only one of the above Proxy Forms as follows:
 - (1) General Shareholder shall select only either Form A or Form B.
 - (2) Shareholder who is registered in the share register book as a Foreign Investor and appoints the Custodian in Thailand shall select Form C.
- B. Authorized a person or an Independent Director to attend and vote in the meeting on your behalf by specifying the name with details of a person, or select an Independent Director's name specified in proxy form as a Proxy.
- C. Affix 20 Baht stamp duty and cross the stamp for cancellation as well as specify the date of Proxy Form to be enforceable. For the Proxy's convenience, the Company will facilitate in affixing the stamp duty for the Proxy upon the registration for the meeting.
- D. Send the completed Proxy Form to the Company by **Monday 25 April 2016** or **at least 1 hour** before the meeting is commenced to allow the Company's officers to verify the documents.

Allocation of shares to several Proxies to vote in the meeting is not allowed. The Shareholder shall authorize the Proxy to cast the votes by all shares held by him/it. The partial authorization of shares held by him/it is not allowed unless the Custodian is appointed by the Foreign Investor with Proxy Form C.

3 Meeting Registration

The commencement for registration to attend the meeting will begin at least 2 hours before the commencement of the meeting or from **8:00 hours** onward **at Cattleya Room, Rama Gardens, no. 9/9 Vibhavadi Rangsit Road, Laksi, Bangkok 10210** as the map attached.

4 Voting in the Meeting of the Shareholders

Voting Requirement

A General Agenda:

- (1) A voting for each agenda shall be made by raising hand and one vote shall be counted for one share. The shareholder or proxy shall make only one vote for approval, disapproval or abstention. The partial voting is not allowed except for the vote by the Custodian.
- (2) In Case of Proxy

- (2.1) The Proxy shall vote in accordance with the authorization specified by the Shareholder in the Proxy Form. Any vote in an agenda which is not in accordance with the Proxy Form shall be invalid and shall not be counted as the vote of the Shareholder.
- (2.2) In case where the shareholder does not specify or inexplicitly specifies an intention for voting, or in case the meeting considers or resolves the agenda other than specified in the Proxy, as well as if there is any change or addition made to any fact, the Proxy shall be authorized to consider and vote on such matter as deemed appropriate.

B Agenda on Director Election:

The procedures for the election of the Directors are as follows:

- (1) Each shareholder has one vote for each share held;
- (2) Each shareholder may exercise their votes according to (1) in electing one or more persons as directors provided that they may not split their votes among any such persons; and
- (3) The persons who obtain the highest number of votes will be elected as directors from highest number of votes to lowest number of votes according to the required number of directors, but if two or more persons obtain equal votes, the Chairman must exercise a casting vote.

Voting Procedures for Each Agenda

The Chairman shall inform the meeting the detail of voting procedures as follows:

- (1) The Chairman will propose the shareholders to consider and vote in each Agenda by asking the meeting to vote by approval, disapproval or abstention.
- (2) When the Chairman asks for consideration, a voting by raising hand shall be made (except in case of secret vote) and the shareholder or proxy shall vote for either approval, disapproval or abstention (unless the Custodian is allowed by the Proxy Form to allocate the vote).

A Resolution of the meeting Shall Comprise the Votes as Follows

- (1) In general case: the majority vote of shareholders who attend and vote in the meeting shall constitute the resolution of the meeting
- (2) In other cases, whereby the laws or the Company's Articles of Association specified otherwise, the resolutions of the meeting shall be in accordance with the laws or the Company's Articles of Association. In this regards, the Chairman shall inform the shareholder in the meeting before voting on such Agenda.
 - (2.1) In case of a tie vote, the Chairman of the meeting shall have a deciding vote.
 - (2.2) A Shareholder or Proxy who has a special interest in any matter shall not vote on such matter and may be requested by the Chairman of the meeting to temporarily leave the meeting, except for voting on director election Agenda.

Counting and Announcement of the Vote

Prior to each meeting agenda, the Chairman shall inform the process of vote counting to the meeting. For each agenda, the Company shall count votes from the shareholders or proxies who attend and vote in the meeting. The vote result of each Agenda shall be informed to the meeting before the meeting adjourns.