

**Proxy (Form C) (FOR FOREIGN SHAREHOLDER
APPOINTING CUSTODIAN IN THAILAND)**
According to Regulation of Department of Business Development
Re: Form of Proxy (No. 5) B.E. 2550

Stamp Duty
20 Baht

Written at.....

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

1. I/We.....

Nationality.....Residence at No.....

Road.....Sub-district.....

District.....Province.....

Postal Code.....

acting as the custodian for.....

being a shareholder of JCK Hospitality Public Company Limited,

holding shares in the total amount of.....share and have the right to vote equal to.....votes, which consist of

No. of ordinary shares.....share and have the right to vote equal to.....votes

No. of Preferred shares.....share and have the right to vote equal to.....votes

Shareholder's Registration No.....

2. Hereby appoint any one of (May grant proxy to the Company's Independent Director of which details as in Enclosure 11.3):

Independent director 1) ☐ Mr. Prasong Vara-ratanakul Age 74 Residing at No. 4/804, Dogmai sub-district, Prawet district, Bangkok, Postal Code 10250 or

2) ☐ Mr. Chetawan Anuntasomboon Age 68 Residing at No. 59/72, Soi Nimitmai 28, Samwa Tawan Ok sub-district, Khlong Samwa district, Bangkok, Postal Code 10510 or

Other person 3)Age.....Years

Residence at No.....Road.....Sub-district.....

District.....Province.....Postal Code.....or

4)Age.....Years

Residence at No.....Road.....Sub-district.....

District.....Province.....Postal Code.....or

5)Age.....Years

Residence at No.....Road.....Sub-district.....

District.....Province.....Postal Code.....or

as only one of my / our proxy to attend and vote on my / our behalf at the Extraordinary General Meeting of Shareholders No. 1/2023 Wednesday March 8, 2023 at 14.00 hours through only electronic media platform pursuant to the Royal Decree on Teleconferences through Electronic Means B.E. 2563, Notification of the Ministry of Digital Economy and Society re: Security Policy and Standards of Meetings via Electronic Means, B.E. 2563 or should be postponed to the date, time, place and at any adjournment thereof.

3. I/We authorize my/our proxy to vote on behalf of my/our behalf in this Meeting in the following manner:

☐ Appoint my/our proxy for all shares held and eligible to cast votes.

☐ Appoint my/our proxy for partial shares of:

Ordinary share.....shares, entitling to vote.....votes

Preferred share.....shares, entitling to vote.....votes

4. I/We authorize my/our proxy to vote on behalf of my/our behalf in this Meeting in the following manner:

Agenda 1: To consider and certify the Minutes of the Extraordinary General Meeting of Shareholders

No. 1/2022 held on 11 November 2022.

☐ (a) The proxy has the rights to consider the matter and vote on my/our behalf as he/she deem appropriate in all respects.

☐ (b) The proxy is allowed to vote in accordance with my/our following instruction:

☐ Approve.....shares ☐ Disapprove.....shares ☐ Abstain.....shares

Agenda 2: To consider and approve to decrease registered capital of the Company by cancelling unissued shares and the amendment of the Company's Memorandum of Association Clause 4 to be in line with the capital decrease.

- ☐ (a) The proxy has the rights to consider the matter and vote on my/our behalf as he/she deem appropriate in all respects.
☐ (b) The proxy is allowed to vote in accordance with my/our following instruction:
☐ Approve.....shares ☐ Disapprove.....shares ☐ Abstain.....shares

Agenda 3: To consider and approve entering into the acquisition of asset and connected transaction.

- ☐ (a) The proxy has the rights to consider the matter and vote on my/our behalf as he/she deem appropriate in all respects.
☐ (b) The proxy is allowed to vote in accordance with my/our following instruction:
☐ Approve.....shares ☐ Disapprove.....shares ☐ Abstain.....shares

Agenda 4: To consider and approve the issuance and offering of the Warrant to Purchase Ordinary Shares of the Company No. 2 (JCKH-W2) to shareholders who subscribed and have been allocated the newly issued ordinary share to existing shareholders in proportion to their shareholding (Right Offering).

- ☐ (a) The proxy has the rights to consider the matter and vote on my/our behalf as he/she deem appropriate in all respects.
☐ (b) The proxy is allowed to vote in accordance with my/our following instruction:
☐ Approve.....shares ☐ Disapprove.....shares ☐ Abstain.....shares

Agenda 5: To consider and approve to increase registered capital of the Company and the amendment of the Company's Memorandum of Association Clause 4 to be in line with the capital increase.

- ☐ (a) The proxy has the rights to consider the matter and vote on my/our behalf as he/she deem appropriate in all respects.
☐ (b) The proxy is allowed to vote in accordance with my/our following instruction:
☐ Approve.....shares ☐ Disapprove.....shares ☐ Abstain.....shares

Agenda 6: To consider and approve the allocation of the newly issued ordinary shares of the Company.

Agenda 6.1: To consider and approve the allocation of newly issued ordinary share to accommodate the exercise of convertible debentures.

- ☐ (a) The proxy has the rights to consider the matter and vote on my/our behalf as he/she deem appropriate in all respects.
☐ (b) The proxy is allowed to vote in accordance with my/our following instruction:
☐ Approve.....shares ☐ Disapprove.....shares ☐ Abstain.....shares

Agenda 6.2: To consider and approve the allocation of the newly issued ordinary share to offer to a private placement.

- ☐ (a) The proxy has the rights to consider the matter and vote on my/our behalf as he/she deem appropriate in all respects.
☐ (b) The proxy is allowed to vote in accordance with my/our following instruction:
☐ Approve.....shares ☐ Disapprove.....shares ☐ Abstain.....shares

Agenda 6.3: To consider and approve the allocation of newly issued ordinary share to offer to existing shareholders in proportion to their shareholding (Right Offering).

- ☐ (a) The proxy has the rights to consider the matter and vote on my/our behalf as he/she deem appropriate in all respects.
☐ (b) The proxy is allowed to vote in accordance with my/our following instruction:
☐ Approve.....shares ☐ Disapprove.....shares ☐ Abstain.....shares

Agenda 6.4: To consider and approve the allocation of newly issued ordinary share to accommodate the exercise of the Warrant to Purchase Ordinary Shares of Company No.2 (JCKH-W2).

- ☐ (a) The proxy has the rights to consider the matter and vote on my/our behalf as he/she deem appropriate in all respects.
☐ (b) The proxy is allowed to vote in accordance with my/our following instruction:
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Agenda 6.5: To consider and approve the allocation of newly issued ordinary share to accommodate the exercise of warrant to purchase ordinary shares of Company No.1 (JCKH-W1).

- ☐ (a) The proxy has the rights to consider the matter and vote on my/our behalf as he/she deem appropriate in all respects.
- ☐ (b) The proxy is allowed to vote in accordance with my/our following instruction:
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Agenda 7: To consider and approve the request for a waiver from making a tender offer for all securities of the Company by virtue of the resolution of the shareholders' meeting (Whitewash).

- ☐ (a) The proxy has the rights to consider the matter and vote on my/our behalf as he/she deem appropriate in all respects.
- ☐ (b) The proxy is allowed to vote in accordance with my/our following instruction:
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Agenda 8: Other matters (If any)

- ☐ (a) The proxy has the rights to consider the matter and vote on my/our behalf as he/she deem appropriate in all respects.
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5. The proxy's voting for any agenda that is not consistent with the intention specified under this proxy shall be deemed invalid and shall not counted as my voting as the shareholder.

6. If I/We do not specify of clearly specify my/our intention to vote in any agenda, or if there is any other agenda considered in the Meeting other than those specified above, or if there is any change or amendment to any fact, the proxy shall be authorized to consider the matters and vote on my/our behalf as the proxy deems appropriate.

Any act performed by the proxy during the meeting except the proxy's voting that is not consistent with my intention as specified under this proxy, shall be deemed to have been done by me/us in all respects.

Signed.....Grantor

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Signed.....Grantee

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Signed.....Grantee

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Signed.....Grantee

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Remarks:

1. This Proxy Form C. is used only in case of shareholder whose name appears in the registration book as a foreign investor and has appointed a Custodian in Thailand as a custodian.
2. Evidence which must be attached with the Proxy are:
 - (1) Power of attorney from shareholder assigning the custodian to execute the proxy on his/her behalf.
 - (2) A document confirming that the custodian has the permission to conduct the custodian business.
3. The shareholder assigning 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 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 JCK Hospitality Public Company Limited**

For the Extraordinary General Meeting of Shareholders No. 1/2023 on Wednesday March 8, 2023 at 14.00 hours through only electronic media platform pursuant to the Royal Decree on Teleconferences through Electronic Means B.E. 2563, Notification of the Ministry of Digital Economy and Society re: Security Policy and Standards of Meetings via Electronic Means, B.E. 2563 or should be postponed to the date, time, place and at any adjournment thereof.

AgendaSubject.....

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