

Proxy Form B.

Duty
Stamp
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Shareholder's Registration No.....

Written on.....

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

(1) I/We.....Nationality.....
Address.....Road.....Sub-district.....
District.....Province.....Zip Code.....

(2) Being a shareholder of Country Group Development Public Company Limited
Holding the total amount of..... shares and the voting right equals to.....votes.

(3) Hereby appoints (May grant proxy to the CGD Independent Director, of which details as in Enclosure 5)

1. Name.....Age.....Years
Address.....Road.....Sub-District.....
District.....Province.....Zip Code....., or

2. Name.....Age.....Years
Address.....Road.....Sub-District.....
District.....Province.....Zip Code....., or

3. Name.....Age.....Years
Address.....Road.....Sub-District.....
District.....Province.....Zip Code.....

Any one of the above as my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year of 2016 to be held on 28th April 2016 at 9.30 a.m. at Victor Rooms II-III, Victor Club, 8th floor Park Venture Ecoplex No.57 Wireless Road, Lumpini, Patumwan, Bangkok, Thailand or on the date at the place as may be postponed or changed.

(4) I/We hereby authorize the proxy to vote on my/our behalf at this meeting as follows for each agenda item:

Agenda 1: The matters to be informed by the Chairman

As this item is for information to shareholders, there will be no voting

Agenda 2: To consider and approve the Minutes of the Extraordinary General Meeting of Shareholders No.1/2015 which held on 21 August 2015

☐ (1) The proxy shall consider and vote on my/our behalf as to his/her consideration.

☐ (2) The proxy shall consider and vote on my/our behalf as follows.

☐ Approved

☐ Disapproved

☐ Abstain

Agenda 3: To acknowledge the Company's operating performance for the year 2015

As this item is for information to shareholders, there will be no voting

Agenda 4: To consider and approve the financial statements for the year 2015 ended December 31, 2015

- ☐ (1) The proxy shall consider and vote on my/our behalf as to his/her consideration.
- ☐ (2) The proxy shall consider and vote on my/our behalf as follows.
- ☐ Approved ☐ Disapproved ☐ Abstain

Agenda 5: To consider and approve to refrain from dividend payment and reserve fund for the year 2015

- ☐ (1) The proxy shall consider and vote on my/our behalf as to his/her consideration.
- ☐ (2) The proxy shall consider and vote on my/our behalf as follows.
- ☐ Approved ☐ Disapproved ☐ Abstain

Agenda 6: To consider the election of directors to replace the directors who retired by rotation

- ☐ (1) The proxy shall consider and vote on my/our behalf as to his/her consideration.
- ☐ (2) The proxy shall consider and vote on my/our behalf as follows.

The election of the board of directors' member

Mr. Vikrom Koompirochana

☐ Approved ☐ Disapproved ☐ Abstain

Mr. Sadawut Taechaubol

☐ Approved ☐ Disapproved ☐ Abstain

Mr. Subhakorn Bhalakula

☐ Approved ☐ Disapproved ☐ Abstain

Air Chief Marshal Permkiat Lavanamal

☐ Approved ☐ Disapproved ☐ Abstain

Agenda 7: To consider and approve the remuneration of Directors for the year 2016

- ☐ (1) The proxy shall consider and vote on my/our behalf as to his/her consideration.
- ☐ (2) The proxy shall consider and vote on my/our behalf as follows.
- ☐ Approved ☐ Disapproved ☐ Abstain

Agenda 8: To consider appointment of the auditors and fix the audit fees for the year 2016

- ☐ (1) The proxy shall consider and vote on my/our behalf as to his/her consideration.
- ☐ (2) The proxy shall consider and vote on my/our behalf as follows.
- ☐ Approved ☐ Disapproved ☐ Abstain

Agenda 9: Other business (if any)

- ☐ (1) The proxy shall consider and vote on my/our behalf as to his/her consideration.
- ☐ (2) The proxy shall consider and vote on my/our behalf as follows.
- ☐ Approved ☐ Disapproved ☐ Abstain

- (5) Voting for the proxy in any agenda that is not as specified in this proxy shall be considered as invalid and not my voting as a shareholder.
- (6) In case I have not declared a voting intention in any agenda or my determination is not clear or in case the meeting considers or passes resolutions in any matters apart from those agendas specified above, including the case that there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as to his/her consideration.

I/We shall be fully liable for any action taken by the proxy at the meeting, except voting for proxy that is not as specified in this proxy.

Signature Proxy Grantor
(.....)

Signature Proxy Holder
(.....)

Signature Proxy Holder
(.....)

Signature Proxy Holder
(.....)

Remarks:

1. A shareholder shall appoint only one proxy to attend and vote at the meeting. A shareholder may not appoint more than one proxy, each with the voting right in respect of a certain portion of the shares.
2. In case there is any further agenda apart from specified above brought into consideration in the Meeting, the proxy may use the attachment to Proxy Form B.

Attachment to Proxy Form B.

The Proxy of the shareholder of Country Group Development Public Company Limited.

At the Meeting of the Annual General Meeting of Shareholders for the year of 2016 to be held on 28th April 2016 at 9.30 a.m. at Victor Rooms II-III, Victor Club, 8th floor Park Venture Ecoplex No.57 Wireless Road, Lumpini, Patumwan, Bangkok, Thailand, or on the date at the place as may be postponed or changed.

Agenda Item:.....Subject:.....

☐ (1) The proxy shall consider and vote on my/our behalf as to his/her consideration.

☐ (2) The proxy shall consider and vote on my/our behalf as follows.

☐ Approved ☐ Disapproved ☐ Abstain

Agenda Item:..... Subject:.....

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☐ (2) The proxy shall consider and vote on my/our behalf as follows.

☐ Approved ☐ Disapproved ☐ Abstain

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☐ Approved ☐ Disapproved ☐ Abstain

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☐ Approved ☐ Disapproved ☐ Abstain

Agenda Item:..... Subject:.....

☐ (1) The proxy shall consider and vote on my/our behalf as to his/her consideration.

☐ (2) The proxy shall consider and vote on my/our behalf as follows.

☐ Approved ☐ Disapproved ☐ Abstain

I/we certify that the details in this regular continued proxy form are completely correct and totally true.

Signature..... Proxy Grantor
(.....)

Signature Proxy Holder
(.....)

Signature Proxy Holder
(.....)

Signature Proxy Holder
(.....)