



Proxy Form C

(For Foreign Shareholder who have Custodian in Thailand only)

Shareholder's Registration No. Written at
Date.....Month.....Year.....

(1) I/WeNationality.....
Office Registered at.....Road.....Sub-district.....
District.....Province Zip Code.....

In our capacity as the Custodian for.....

being a Shareholder of **Thai Film Industries Public Co., Ltd. ("The Company")**

holding the total amount of shares and are entitled to vote equal to..... votes

(2) hereby appoint (the shareholder may appoint the independent director who does not obtain advantages from the meeting of the Company to be the proxy)

(1) Independent Director Mr. Vatanachai Suvagondha or

(2) Name.....ageyears residing at.....
..... or

(3) Name.....ageyears residing at.....
..... or

(4) Name.....ageyears residing at.....
.....

Only one of them as my/our proxy to attend and vote on my/our behalf at the 2011 Annual General Meeting of Shareholders on April 22, 2011 at 9.00 A.M. at the clubhouse of Lake Wood Country Club Bangna Trad Km.18 Samutprakarn or on such other date and at such other place as may be adjourned or changed.

(3) I/we would like to grant proxy holder to attend and vote in the meeting as follows:

- Grant proxy the total amount of shares holding and entitled to vote.
- Grant partial shares of
- No of ordinary Shares.....shares and are entitled to vote equal to..... votes

(4) I/We therefore would like to vote for each agenda item as follows:

Agenda No. 1: Consider and approve the minutes of the Annual General Shareholders' Meeting no.1/2010 on April 23,2010.

(a) The proxy is entitled to consider and vote on my/our behalf as deem appropriate.

(b) The proxy shall vote in accordance with my/our intention as follows:

Approve_____Votes Disapprove_____Votes Abstain_____Votes

TFII Proxy From C

- Agenda No. 2** : Acknowledge the Operational Results of the year 2010.

This Agenda is for Acknowledgement

- Agenda No. 3** : Consider and approve the audited balance sheets and income statements for the year ended December 31, 2010.

- (a) The proxy is entitled to consider and vote on my/our behalf as deem appropriate.
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve_____Votes Disapprove_____Votes Abstain_____Votes

- Agenda No. 4** : Consider and approve no Legal Reserve and no dividend payment.

- (a) The proxy is entitled to consider and vote on my/our behalf as deem appropriate.
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve_____Votes Disapprove_____Votes Abstain_____Votes

- Agenda No. 5** : Consider and approve the appointment of directors.

- (a) The proxy is entitled to consider and vote on my/our behalf as deem appropriate.
- (b) The proxy shall vote in accordance with my/our intention as follows:
- To elect directors as a whole
- Approve_____Votes Disapprove_____Votes Abstain_____Votes
- To elect each director individually

Mr Ekaphol Pongstabhon as Director & Managing Director

- Approve_____Votes Disapprove_____Votes Abstain_____Votes

Mrs. Kingthien Bang-or as Independent director & Chairman of audit committee.

- Approve_____Votes Disapprove_____Votes Abstain_____Votes

Mr. Pradit Sawattananond as Independent director & Audit committee.

- Approve_____Votes Disapprove_____Votes Abstain_____Votes

Mr. Chalermchai Mahagitsiri as Director.

- Approve_____Votes Disapprove_____Votes Abstain_____Votes

- Agenda No. 6** : Consider and approve the amendment of authorized signatories

- (a) The proxy is entitled to consider and vote on my/our behalf as deem appropriate.
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve_____Votes Disapprove_____Votes Abstain_____Votes

- Agenda No. 7 :** Consider and approve the remuneration of directors for year 2011.
 - (a) The proxy is entitled to consider and vote on my/our behalf as deem appropriate.
 - (b) The proxy shall vote in accordance with my/our intention as follows:
 - Approve_____Votes Disapprove_____ Votes Abstain_____Votes

- Agenda No.8:** Consider and approve the appointment of the Company's auditor and the audit fee.
 - (a) The proxy is entitled to consider and vote on my/our behalf as deem appropriate.
 - (b) The proxy shall vote in accordance with my/our intention as follows:
 - Approve_____Votes Disapprove_____ Votes Abstain_____Votes

- Agenda No. 9 :** Other businesses (if any)
 - (a) The proxy is entitled to consider and vote on my/our behalf as deem appropriate.
 - (b) The proxy shall vote in accordance with my/our intention as follows:
 - Approve_____Votes Disapprove_____ Votes Abstain_____Votes

- (5) Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the shareholder.

- (6) In cases I/we do not specify authorization or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the proxy shall be authorized to consider and vote the matter on my/our behalf as the proxy deems appropriate.

For any act performed by the proxy at the meeting, it shall be deemed as such acts had been done by me/us in all respects except for vote of the proxy which is not in accordance with thisProxy Form.

SignatureProxy Grantor
(.....)

SignatureProxy Holder
(.....)

Signature Proxy Holder
(.....)

SignatureProxy Holder
(.....)

Remark

1. This Form C is used only by the shareholders whose names are in the Shareholders' register and being offshore investors who have a Custodian in Thailand.
2. The document to be enclosed with this proxy form is:
 - (1) The power of attorney granted by the shareholder to the custodian by which the custodian is appointed to sign the proxy form on the shareholder's behalf.
 - (2) A certification that the Authorized signatory of the proxy form is licensed to operate the custodian business.
3. The Shareholder appointing 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 the agenda relating the election of Directors, it is applicable to elect either directors as a whole or elect each director individually.
5. In case there are agenda other than those specified above, the additional statement can be specified by the shareholder in the Attachment to Proxy Form C as enclosed.

Attachment to Proxy Form C

Granting of power to a proxy as a Shareholder of Thai Film Industries Public Co., Ltd.

In the 2011 Annual General Meeting of Shareholders on April 22, 2011 at 9.00 A.M. at Lake Wood Country Club Clubhouse Bangna-Tard Km 18 Samutprakarn or on such other date and at such other place as may be adjourned or changed.

- Agenda No..... Subject:
- (a) The proxy is entitled to consider and vote on my/our behalf as deem appropriate.
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve _____ Votes Disapprove _____ Votes Abstain _____ Votes
- Agenda No..... Subject:
- (a) The proxy is entitled to consider and vote on my/our behalf as deem appropriate.
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve _____ Votes Disapprove _____ Votes Abstain _____ Votes
- Agenda No..... Subject: Appointment of directors (continued)
- Director's name.....
- Approve _____ Votes Disapprove _____ Votes Abstain _____ Votes
- Director's name.....
- Approve _____ Votes Disapprove _____ Votes Abstain _____ Votes
- Director's name.....
- Approve _____ Votes Disapprove _____ Votes Abstain _____ Votes

Biography of Independent Director.

Name	: Mr. Vatanachai Savagondha	
Age	: 68	
Position	: Independent Director, Member of audit committee and Chairman of the Remuneration Committee	
Education	: Bachelor's degree Faculty of Commerce Thammasat University : National Defence College of Thailand NDC 38	
Director's Certificates	: Director Certification Program – DCP 79/ 2006 : Audit Committee Program- ACP 16/2007	
Possession of TFI shares	: None	
Relationship with management	: None	
Work Experiences (last 5 years)	: 1967 - 1993 Sales Manager/ Executive Committee Caltex Oil (Thailand) co., Ltd.	
	: 1993 - 2001 Deputy Governor - law, and Land Acquisition, Expressway And Rapid Transit Deputy Governor Operation, Authority of Thailand Deputy Governor Administration	
	: 2001 – 2002 Acting Governor Expressway And Rapid Transit Authority of Thailand	
	: 2006 – present Independent Director & and Audit Committee Thai Film Industries Public Co., Ltd.	
	: 2009 – present Chairman of the Remuneration Committee Thai Film Industries Public Co., Ltd.	

(Please note that the director has interest in Agenda no 7 : The Remuneration of Directors)