# PROXY FORM B (SPECIFIC DETAILS FORM)

PURSUANT TO NOTIFICATION OF DEPARTMENT OF BUSINESS DEVELOPMENT RE: FORM OF PROXY (NO. 5) B.E. 2550

Duty stamp of Baht 20

			Made at	
			Date	201
I/W	e	Nationality	, Residing at No	
			, District/Khet	
			, Country	
		_	els Public Company Limited, votes as described	_
			shares and the number of vot	
			shares and the number of vot	es for which I/w
am	are entitled to cast is	-	votes.	
I/W	e hereby appoint eith	er of		
			Age	Years
	Mr./ Mrs./ Miss		Age , Tambol/Kwaeng	
	Mr./ Mrs./ Miss Residing at No	Road	Age , Tambol/Kwaeng , Postcode	
	Mr./ Mrs./ Miss Residing at No	Road , Province	, Tambol/Kwaeng	
(1)	Mr./ Mrs./ Miss Residing at No Amphor/Khet Country	Road , Province	, Tambol/Kwaeng , Postcode	
(1)	Mr./ Mrs./ Miss Residing at No Amphor/Khet Country Mr./ Mrs./ Miss	Road Province or	, Tambol/Kwaeng , Postcode	Years
(1)	Mr./ Mrs./ Miss Residing at No Amphor/Khet Country Mr./ Mrs./ Miss Residing at No	Road , Province or Road	, Tambol/Kwaeng , Postcode Age	Years
(1)	Mr./ Mrs./ Miss Residing at No Amphor/Khet Country Mr./ Mrs./ Miss Residing at No	Road , Province or Road , Province	, Tambol/Kwaeng , Postcode Age , Tambol/Kwaeng	Years
(1)	Mr./ Mrs./ Miss Residing at No Amphor/Khet Country  Mr./ Mrs./ Miss Residing at No Amphor/Khet Country  Mr./ Mrs./ Miss	Road , Province or Road , Province or	, Tambol/Kwaeng, Postcode Age, Tambol/Kwaeng, Postcode	Years
(1)	Mr./ Mrs./ Miss Residing at No Amphor/Khet Country  Mr./ Mrs./ Miss Residing at No Amphor/Khet Country  Mr./ Mrs./ Miss Residing at No	Road, Province or Road, Province or	, Tambol/Kwaeng, Postcode Age, Tambol/Kwaeng, Postcode Age, Tambol/Kwaeng	Years
(1)	Mr./ Mrs./ Miss Residing at No Amphor/Khet Country  Mr./ Mrs./ Miss Residing at No Amphor/Khet Country  Mr./ Mrs./ Miss Residing at No	Road, Province or Road, Province or	, Tambol/Kwaeng, Postcode Age, Tambol/Kwaeng, Postcode	Years

as my/our proxy to attend and vote on my/our behalf at the 2012 Annual General Meeting to be held at 14:30 hrs. on Friday, April 27, 2012 in Banyan Ballroom, 10<sup>th</sup> Floor, Banyan Tree Bangkok Hotel, Thai Wah Tower II, No. 21/100 South Sathorn Road, Tungmahamek Sub-district, Sathorn District, Bangkok 10120, Thailand or on such other date and at such other time and venue as the Meeting may be adjourned or changed to.

(4)	I/We hereby authorize the Proxy to vote on my/our behalf in this Meeting as follows:										
	Age	enda	1:	To consider and	To consider and certify the minutes of the 2011 Annual General Meeting						
		(A)		Proxy may cons	,	y/our behalf, as the Proxy deems					
		(B)	• •	•	der the matters and vote on my/our	behalf as follows:					
				pprove	☐ Disapprove	☐ Abstain					
	Age	Agenda 2: To consider and acknowledge the business operations of the Company for the year 2011									
	Age	enda	3:	as at December		d statements of financial position mprehensive income for the year ort thereon					
		(A)		Proxy may cons		//our behalf, as the Proxy deems					
		(B)	The	Proxy may consid	der the matters and vote on my/our	behalf as follows:					
				pprove	☐ Disapprove	☐ Abstain					
	Ag	enda	4:	To consider and	d approve the omission of divide	nd payment					
		(A)		Proxy may cons	·	y/our behalf, as the Proxy deems					
		(B)			der the matters and vote on my/our	behalf as follows:					
		. ,		pprove	☐ Disapprove	☐ Abstain					

Age	Agenda 5 : To consider and approve the election of new directors to succeed those who will						
			be retiring on completion	of their terms			
	(A)	The	Proxy may consider the r	matters and vote on my/our beha	If, as the Proxy deems		
		арр	ropriate in all respects.				
	(B)	The	Proxy may consider the mat	ters and vote on my/our behalf as fo	ollows:		
			To elect the directors as a gro	pup			
			☐ Approve	☐ Disapprove	☐ Abstain		
			To elect each director individu	ually			
			1. Name of director: Mr. Ho	KwonPing			
			☐ Approve	☐ Disapprove	☐ Abstain		
			2. Name of director: Mr. Udo	om Vichayabhai			
			☐ Approve	☐ Disapprove	☐ Abstain		
			3. Name of director: Mr. Sat	it Rungkasiri			
			☐ Approve	☐ Disapprove	☐ Abstain		
			4. Name of director: Mr. Ari	el P Vera			
			☐ Approve	☐ Disapprove	☐ Abstain		
Age	enda	6:	_	nuneration for the directors of the Audit and Risk Committee ar			
Age	enda	7:	To consider and approve remuneration for the year	the appointment of an auditor a 2012	and determination of its		
	(A)		Proxy may consider the rropriate in all respects.	matters and vote on my/our beha	If, as the Proxy deems		
	(B)	The	Proxy may consider the mat	ters and vote on my/our behalf as fo	ollows:		
			Approve	☐ Disapprove	☐ Abstain		
Age	enda	8 :	To consider any other app	propriate business, if any			
	(A)	The	Proxy may consider the n	natters and vote on my/our behal	f, as the Proxy deems		
		аррі	opriate in all respects.				
	(B)	The	Proxy may consider the mat	ters and vote on my/our behalf as fo	ollows:		
			approve	☐ Disapprove	☐ Abstain		

- (5) Any vote cast by the Proxy concerning any agenda item which is not as specified in this Proxy Form will be deemed incorrect and not be counted as my/our votes as shareholders.
- (6) If I/we did not specify my/our intention to vote on any agenda item or the intention is not clearly specified or if there is an agenda item considered at the Meeting other than those specified above or if there is any change or amendment to any facts, the Proxy is authorized to consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

Any act performed by the Proxy at the Meeting shall be deemed to have been done by me/us in all respects except for a vote of the Proxy which is not in accordance with this Proxy Form.

Signed	 Shareholder
(_	 _)
Signed	 The Proxy
	_)
Signed	 The Proxy
	_)
,	•
Signed	 The Proxy
- (	1

#### Note:

- 1. A shareholder appointing a Proxy must authorize only one proxy to attend the Meeting and vote on his/her behalf. A shareholder may not split his/her votes to more than one proxy.
- 2. For the agenda item relating to election of directors, the shareholder may elect the directors as a group or elect each director individually.
- 3. If there are agenda items other than those specified above, the shareholder may use the annex to the Proxy Form (Form B) attached.

### **ANNEX TO PROXY FORM B**

Granting of power to a proxy as a shareholder of Laguna Resorts & Hotels Public Company Limited

The 2012 Annual General Meeting is scheduled to be held at 14:30 hrs. on Friday, April 27, 2012 in Banyan Ballroom, 10<sup>th</sup> Floor, Banyan Tree Bangkok Hotel, Thai Wah Tower II, No. 21/100 South Sathorn Road, Tungmahamek Sub-district, Sathorn District, Bangkok 10120, Thailand or on such other date and at such other venue and time as the Meeting may be adjourned or changed to.

Ager	nda N	o Re:		
	(A)	The Proxy may all respects.	consider the matters and vote on our behalf, as	the Proxy deems appropriate in
	(B)	The Proxy may	consider the matters and vote on our behalf as fo	llows:
		☐ Approve	☐ Disapprove	☐ Abstain
Ager	nda N	o Re:		
	(A)	The Proxy may all respects.	consider the matters and vote on our behalf, as	the Proxy deems appropriate in
	(B)	The Proxy may	consider the matters and vote on our behalf as fo	llows:
		☐ Approve	☐ Disapprove	☐ Abstain
Ager	nda N	o Re:		
		all respects.	consider the matters and vote on our behalf, as	
	(B)		consider the matters and vote on our behalf as fo	
		☐ Approve	☐ Disapprove	☐ Abstain
Ager	nda N	o Re:		
	(A)	all respects.	consider the matters and vote on our behalf, as consider the matters and vote on our behalf as fo	
_	(0)	☐ Approve	Disapprove	□ Abstain

Agenda No Re: E	lection of directors	
Name of director:		
☐ Approve	☐ Disapprove	☐ Abstain
Name of director:		
☐ Approve	☐ Disapprove	☐ Abstain
Name of director:		
☐ Approve	☐ Disapprove	☐ Abstain
Name of director:		
☐ Approve	☐ Disapprove	☐ Abstain
Name of director:		
☐ Approve	☐ Disapprove	☐ Abstain
Name of director:		
☐ Approve	☐ Disapprove	☐ Abstain
I/We certified that the in	nformation contained in this Annex to Proxy Form	
	Signed(	Shareholder )
	(	,
	Signed	The Proxy
	(	)
	Signed	The Proxy
	(	)
	Signed	The Proxy
	(	)

# **PROXY FORM C**

(FOR FOREIGN SHAREHOLDER APPOINTING CUSTODIAN IN THAILAND TO KEEP AND SAFEGUARD SHARES)
PURSUANT TO NOTIFICATION OF DEPARTMENT OF BUSINESS DEVELOPMENT
RE: FORM OF PROXY (NO. 5) B.E. 2550

Duty stamp of Baht 20

			Made at	
			Date	2012
We			, Office Address at	: No
			, District/Khet	
Pro	vince	, Postcode	, Country	
beir	ng a shareholder of	Laguna Resorts & Hot	els Public Company Limited, he	olding a total of
	shares a	and for which the shareho	lder is entitled to cast	votes
as (	described below:			
Ord	linary shares in the a	mount of	shares and the number of vot	tes for which the
sha	reholder is entitled to	cast is	votes.	
Pre	ferred shares in the a	amount of	shares and the number of vote	es for which I/we
am/	are entitled to cast is	-	votes.	
(1)	Mr./ Mrs./ Miss		Age	Years
	Residing at No	Road	, Tambol/Kwaeng	
		, Province	, Tambol/Kwaeng	
(2)	Amphor/Khet	, Province or	, Tambol/Kwaeng , Postcode	,
(2)	Amphor/Khet Country Mr./ Mrs./ Miss	, Province or	, Tambol/Kwaeng , Postcode _Age	, Years
(2)	Amphor/Khet Country Mr./ Mrs./ Miss Residing at No	, Province or Road	, Tambol/Kwaeng , Postcode	, Years ,
(2)	Amphor/Khet Country Mr./ Mrs./ Miss Residing at No	, Province or Road , Province	, Tambol/Kwaeng , Postcode Age , Tambol/Kwaeng	, Years ,
	Amphor/Khet Country Mr./ Mrs./ Miss Residing at No Amphor/Khet Country	, Province or Road , Province or	, Tambol/Kwaeng , Postcode Age , Tambol/Kwaeng	, Years ,
	Amphor/Khet Country  Mr./ Mrs./ Miss Residing at No Amphor/Khet Country  Mr./ Mrs./ Miss	, Province or Road , Province _or	, Tambol/Kwaeng , Postcode Age , Tambol/Kwaeng , Postcode	Years Years
	Amphor/Khet Country  Mr./ Mrs./ Miss Residing at No Amphor/Khet Country  Mr./ Mrs./ Miss Residing at No	, Province or Road, Province or Road	, Tambol/Kwaeng, PostcodeAge, Tambol/Kwaeng, Postcode	, , , Years

as our proxy to attend and vote on our behalf at the 2012 Annual General Meeting to be held at 14:30 hrs. on Friday, April 27, 2012 in Banyan Ballroom, 10<sup>th</sup> Floor, Banyan Tree Bangkok Hotel, Thai Wah Tower II, No. 21/100 South Sathorn Road, Tungmahamek Sub-district, Sathorn District, Bangkok 10120, Thailand or on such other date and at such other time and venue as the Meeting may be adjourned or changed to.

(3)	We		•		Proxy to atte		•	e on our beh	alf as follows:	
		to p	artiall	ly vote as fo	ollows:					
			Ordi	nary shares	in the amou	nt of	s	nares and th	e number of votes	for which
			we a	are entitled	to cast is		v	otes.		
			Pref	ferred share	s in the amou	unt of	<u>-</u> sl	hares and th	ne number of votes	for which
			we a	are entitled	to cast is	-	v	otes.		
		Tota	al vot	ing right				otes		
(4)	We	here	by au	uthorize the	Proxy to vote	on our beha	lf at that Mo	eeting as fol	lows:	
	Age	enda	1:	To consid	der and certi	fy the minut	es of the 2	011 Annual	<b>General Meeting</b>	
		(A)	The	Proxy may	y consider th	ne matters a	nd vote o	n my/our b	ehalf, as the Prox	y deems
			appı	ropriate in a	III respects.					
		(B)	The	Proxy may	consider the	matters and	vote on my	/our behalf	as follows:	
				Approve	votes	☐ Disa	prove	votes	☐ Abstain	votes
	Age	enda	2:	To consid year 2011		nowledge th	e busines	s operatior	ns of the Compar	y for the
	Age	enda	3:	as at Dec		011 and sta	tements o	f comprehe	ments of financia ensive income for eon	•
		(A)		Proxy may		ne matters a	nd vote o	n my/our b	ehalf, as the Prox	y deems
		(B)		•	consider the	matters and	vote on my	/our behalf	as follows:	
		` ,		Approve			prove		☐ Abstain	votes
	Ag	enda	4:	To consid	der and appr	ove the omi	ssion of di	vidend pay	ment	
		(A)	The	Proxy may	y consider th	ne matters a	nd vote o	n my/our b	ehalf, as the Prox	y deems
			аррі	ropriate in a	III respects.					
		(B)	The	Proxy may	consider the	matters and	vote on my	/our behalf	as follows:	
				Approve	votes	☐ Disap	prove	votes	☐ Abstain	votes

Age	enda	5 :	To consider and app	rove the	election of ne	w directors to	succeed those	who will
			be retiring on comp	letion of t	heir terms			
	(A)	The	Proxy may consider	the matte	ers and vote o	n my/our beha	alf, as the Proxy	deems
		арр	ropriate in all respects.					
	(B)	The	Proxy may consider the	ne matters	and vote on my	y/our behalf as f	follows:	
			To elect the directors as	s a group				
			☐ Approvevo	tes 🔲	Disapprove	votes	☐ Abstain	votes
			To elect each director in	ndividually				
			1. Name of director: N	Ir. Ho Kw	onPing			
			☐ Approve	_votes	☐ Disapprove_	votes	☐ Abstain	votes
			2. Name of director: N	۱r. Udom ۱	Vichayabhai			
			☐ Approve		<u>-</u>	votes	☐ Abstain	votes
			3. Name of director: N	Ir Satit R	ungkasiri			
			☐ Approve		_	votes	☐ Abstain	votes
			_ / pp.010	_, 0.00				
			4. Name of director: N					
			☐ Approve	_votes	☐ Disapprove_	votes	Abstain	votes
٨٥٨	nda	<b>6</b> ·	To acknowledge th	o romuno	eration for the	directors of t	he Beard and d	liroctore
Ay:	riida	0.	who are members					
			Remuneration Com					
Age	enda	7:	To consider and ap	prove the	appointment	of an auditor	and determination	on of its
			remuneration for the	year 2012	2			
	(A)	The	Proxy may consider	the matte	ers and vote o	on my/our beha	alf, as the Proxy	deems
		арр	ropriate in all respects.					
	(B)	The	Proxy may consider the	ne matters	and vote on my	y/our behalf as f	follows:	
			Approvevotes		Disapprove	votes	☐ Abstain	votes
Age	enda	8:	To consider any oth	er approp	riate business	i if any		
_			-			-		
u	(A)		Proxy may consider		ers and vote o	on my/our beha	ыт, as the Proxy	aeems
	(P)		ropriate in all respects.		and vote on m	your bobolf on	follows:	
Ц	(B)		Proxy may consider th		•		_	
		<b>□</b> /	Approvevotes	<b>_</b>	Disapprove	votes	Abstain	votes

- (5) Any vote cast by the Proxy concerning any agenda item which is not as specified in this Proxy Form will be deemed incorrect and not be counted as a shareholder vote.
- (6) If we did not specify our intention to vote on any agenda item or the intention is not clearly specified or if there is an agenda item considered at the Meeting other than those specified above or if there is any change or amendment to any facts, the Proxy is authorized to consider the matters and vote on our behalf as the Proxy deems appropriate in all respects.

Any act performed by the Proxy at the Meeting shall be deemed to have been done by us in all respects except for a vote of the Proxy which is not in accordance with this Proxy Form.

Signed <sub>-</sub>	 Shareholder
(	 _)
Signed <sub>-</sub>	 The Proxy
(	_)
Signed <sub>-</sub>	 The Proxy
(	 _)
Signed <sub>-</sub>	 The Proxy
(	)

#### Note:

- 1. This Proxy Form C applies only for the shareholders listed in the share register as foreign investors appointing the custodian in Thailand to keep and safeguard shares.
- 2. The following documents must be attached to this Proxy Form:
  - (a) a Power of Attorney from the shareholder authorizing the custodian to sign the Proxy Form on the shareholder's behalf.
  - $(b) \ \ a \ letter \ certifying \ that \ the \ person \ signing \ the \ Proxy \ Form \ is \ authorized \ to \ engage \ in \ custodian \ business.$
- 3. A shareholder appointing a Proxy must authorize only one proxy to attend the Meeting and vote on his/her behalf. A shareholder may not split its votes between proxies.
- 4. For the agenda item relating to election of directors, the shareholder may elect the directors as a group or elect each director individually.
- 5. If there are agenda items other than those specified above, the shareholder may use the annex to the Proxy Form (Form C) attached.

#### ANNEX TO PROXY FORM C

Granting of power to a proxy as a shareholder of Laguna Resorts & Hotels Public Company Limited

The 2012 Annual General Meeting is scheduled to be held at 14:30 hrs. on Friday, April 27, 2012 in Banyan Ballroom, 10<sup>th</sup> Floor, Banyan Tree Bangkok Hotel, Thai Wah Tower II, No. 21/100 South Sathorn Road, Tungmahamek Sub-district, Sathorn District, Bangkok 10120, Thailand or on such other date and at such other venue and time as the Meeting may be adjourned or changed to.

Ager	nda N	o Re:					
	(A)	The Proxy ma	y consider the ma	atters and vote on our	behalf, as the	Proxy deems appr	opriate in
	(B)	•	v consider the ma	tters and vote on our b	ehalf as follow	s:	
	(-)	•	•	☐ Disapprove			votes
Ager	nda N	o Re:					
	(A)	The Proxy ma	y consider the ma	atters and vote on our	behalf, as the	Proxy deems appr	opriate in
	(B)	The Proxy ma	y consider the ma	tters and vote on our b	ehalf as follow	s:	
		☐ Approve	votes	☐ Disapprove	votes	☐ Abstain	votes
Ager	nda N	o Re:					
	(A)	The Proxy ma	y consider the ma	atters and vote on our	behalf, as the	Proxy deems appr	opriate in
	(B)	The Proxy ma	y consider the ma	tters and vote on our b	ehalf as follow	s:	
		☐ Approve	votes	☐ Disapprove	votes	☐ Abstain	votes
Ager	nda N	o Re:					
	(A)	The Proxy ma	y consider the ma	atters and vote on our	behalf, as the	Proxy deems appr	opriate in
	(B)	•	v consider the ma	tters and vote on our b	ehalf as follow	s:	
	` '		votes	_	votes	☐ Abstain_	votes

Agenda No	Re: Election of director	rs			
Name of director:					
☐ Approve	_votes	☐ Disapprove	_votes	☐ Abstain_	votes
Name of director:					
☐ Approve	_votes	☐ Disapprove	_votes	☐ Abstain_	votes
Name of director:					
☐ Approve	_votes	☐ Disapprove	_votes	☐ Abstain_	votes
Name of director:					
☐ Approve	_votes	☐ Disapprove	_votes	☐ Abstain_	votes
Name of director:					
☐ Approve	_votes	☐ Disapprove	_votes	☐ Abstain_	votes
Name of director:					
☐ Approve	_votes	☐ Disapprove	votes	☐ Abstain_	votes
I/We certified that	the information contair		roxy Form is complete		Shareholder
		(			)
		Signed			The Proxy
		(		<del> </del>	)
		Signed			The Proxy
		Signed			The Proxy