



**MGI**

บริษัท มีสแกรนด์ อินเตอร์เนชั่นแนล จำกัด (มหาชน)  
MISS GRAND INTERNATIONAL PUBLIC COMPANY LIMITED

**Attachment 9**

**Proxy Form  
(Form A, Form B and Form C)**

## Proxy Form (Form A.)

(General type that is simple and uncomplicated)

Issued at .....

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

(1) I / We ..... Nationality .....

Residing at No. .... Road ..... Sub district .....

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

(2) I am a shareholder of Miss Grand International Public Company Limited, holding a total of ..... shares.  
And I have the voting rights equivalent to ..... votes, as follows:  
Common shares ..... shares Voting rights: ..... votes.  
Preferred shares ..... shares Voting rights: ..... votes.

(3) I hereby request to grant you a proxy:

- 1) ..... aged ..... years Residing at No. ....  
Road ..... Sub district ..... District.....  
Province ..... Postal Code ..... or
- 2) ..... aged ..... years Residing at No. ....  
Road ..... Sub district ..... District.....  
Province ..... Postal Code ..... or
- 3) ..... aged ..... years Residing at No. ....  
Road ..... Sub district ..... District.....  
Province .....Postal Code .....

I hereby appoint one individual as my sole representative to attend and vote on my behalf at the Extraordinary General Meeting of Shareholders No. 1/2024 on August 5, 2024, at 11:00 a.m., held exclusively in the form of an electronic meeting (E-EGM), or on any other date, time, and place that may be postponed.

Any actions taken by the appointed representative during the meeting shall be considered as if conducted by myself in all respects.

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

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

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

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

Note: The shareholder appointing the proxy must designate only one individual as the proxy holder to attend and vote at the meeting. It is not permissible to allocate the number of shares among multiple proxy holders for separate voting.

## Proxy Form B.

## (Form specifying clear and definite proxy details)

Issued at .....

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

(1) I, ....., nationality .....  
residing at No..... Road, ..... Subdistrict/Ward, .....  
District, ..... Province, ..... Postal Code .....

(2) I am a shareholder of **Miss Grand International Public Company Limited**, holding a total of ..... shares.  
And I have the voting rights equivalent to ..... votes, as follows:  
Common shares ..... shares Voting rights: ..... votes.  
Preferred shares ..... shares Voting rights: ..... votes.

(3) I hereby appoint

- 1) ..... aged ..... years Residing at No. ....  
Road ..... Sub district ..... District.....  
Province ..... Postal Code ..... or
- 2) ..... aged ..... years Residing at No. ....  
Road ..... Sub district ..... District.....  
Province ..... Postal Code ..... or
- 3) ..... aged ..... years Residing at No. ....  
Road ..... Sub district ..... District.....  
Province ..... Postal Code .....

I hereby appoint one individual as my sole representative to attend and vote on my behalf at the Extraordinary General Meeting of Shareholders No. 1/2024 on August 5, 2024, at 11:00 a.m., held exclusively in the form of an electronic meeting (E-EGM), or on any other date, time, and place that may be postponed.

(4) I hereby grant my proxy the authority to vote on my behalf at this meeting as follows:

**Agenda 1 To Consider and Approve the Minutes of the Annual General Meeting of Shareholders for the Year 2024**

- (A) Authorize the proxy holder to consider and vote on my behalf in all matters as deemed appropriate.
- (B) Instruct the proxy holder to vote according to my wishes as follows:

Agree       Disagree       Abstain from voting

**Agenda 2 To Consider and Approve the Increase of the Company's Registered Capital and the Amendment of Article 4 of the Company's Memorandum of Association to Reflect the Increase in Registered Capital**

- (A) Authorize the proxy holder to consider and vote on my behalf in all matters as deemed appropriate.
- (B) Instruct the proxy holder to vote according to my wishes as follows:
- Agree       Disagree       Abstain from voting

**Agenda 3 To Consider and Approve the Issuance and Offering of the Warrants to Purchase Ordinary Shares of the Company No. 1 (MGI-W1)**

- (A) Authorize the proxy holder to consider and vote on my behalf in all matters as deemed appropriate.
- (B) Instruct the proxy holder to vote according to my wishes as follows:
- Agree       Disagree       Abstain from voting

**Agenda 4 Consider approving the allocation of ordinary shares to increase capital to accommodate the exercise of rights under the warrant (MGI-W1)**

- (A) Authorize the proxy holder to consider and vote on my behalf in all matters as deemed appropriate.
- (B) Instruct the proxy holder to vote according to my wishes as follows:
- Agree       Disagree       Abstain from voting

**Agenda 5 Consideration of any other matters (if any)**

- (A) Authorize the proxy holder to consider and vote on my behalf in all matters as deemed appropriate.
- (B) Instruct the proxy holder to vote according to my wishes as follows:
- Agree       Disagree       Abstain from voting

- (5) If the proxy's vote on any agenda item does not comply with what is specified in this proxy form, such vote shall be considered invalid and not as my vote as a shareholder.
- (6) In the event that I have not specified my voting intention for any agenda item or if it is unclear, or if the meeting considers or resolves on any matter other than those specified above, including any amendments or additions to the facts, the proxy shall have the right to consider and vote on my behalf as deemed appropriate in all respects. Any act performed by the proxy in the meeting, except in the case where the proxy does not vote according to my specified instructions in this proxy form, shall be deemed as if I have performed such act in all respects.

Any actions taken by the appointed representative during the meeting shall be considered as if conducted by myself in all respects.

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

**Note:**

1. A shareholder granting a proxy must appoint only one proxy to attend the meeting and vote on their behalf. The shares cannot be split among multiple proxies for separate voting.
2. In the case where there are more agenda items to be considered at the meeting than those specified above, the grantor of the proxy can specify additional items in the attached continuation sheet of Proxy Form B.

**Continuation Sheet of Proxy Form B**

Appointment of Proxy as a Shareholder of Miss Grand International Public Company Limited

At the Extraordinary General Meeting of Shareholders No. 1/2024 on Monday, August 5, 2024, at 11:00 a.m., held exclusively in the form of an electronic meeting (E-EGM), or on any other date, time, and place that may be postponed.

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- Agenda ..... Subject: .....
- (A) Authorize the proxy holder to consider and vote on my behalf in all matters as deemed appropriate.
- (B) Instruct the proxy holder to vote according to my wishes as follows:
- Agree       Disagree       Abstain from voting
- Agenda ..... Subject: .....
- (A) Authorize the proxy holder to consider and vote on my behalf in all matters as deemed appropriate.
- (B) Instruct the proxy holder to vote according to my wishes as follows:
- Agree       Disagree       Abstain from voting
- Agenda ..... Subject: .....
- (A) Authorize the proxy holder to consider and vote on my behalf in all matters as deemed appropriate.
- (B) Instruct the proxy holder to vote according to my wishes as follows:
- Agree       Disagree       Abstain from voting
- Agenda ..... Subject: .....
- (A) Authorize the proxy holder to consider and vote on my behalf in all matters as deemed appropriate.
- (B) Instruct the proxy holder to vote according to my wishes as follows:
- Agree       Disagree       Abstain from voting



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Proxy Form (Form c.)

Issued at .....

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

(1) I, ....., nationality ..... residing at No..... Road, ..... Subdistrict/Ward, ..... District, ..... Province, ..... Postal Code .....

As a custodian business providing custody and management of shares for ....., a shareholder of **Miss Grand International Public Company Limited**

Holding a total of ..... ordinary shares with voting rights totaling ..... votes, as follows:

Common shares ..... shares Voting rights: ..... votes.

Preferred shares ..... shares Voting rights: ..... votes.

(2) I hereby appoint

1) ..... aged ..... years Residing at No. .... Road ..... Sub district ..... District..... Province ..... Postal Code ..... or

2) ..... aged ..... years Residing at No. .... Road ..... Sub district ..... District..... Province ..... Postal Code ..... or

3) ..... aged ..... years Residing at No. .... Road ..... Sub district ..... District..... Province ..... Postal Code .....

I hereby appoint one individual as my sole representative to attend and vote on my behalf at the Extraordinary General Meeting of Shareholders No. 1/2024 on August 5, 2024, at 11:00 a.m., held exclusively in the form of an electronic meeting (E-EGM), or on any other date, time, and place that may be postponed.

(3) I hereby grant proxy to attend the meeting and vote on my behalf as follows:

Grant proxy for all shares held with voting rights.

Grant partial proxy as follows:

Ordinary shares: ..... shares, with voting rights totaling ..... votes

Preferred shares: ..... shares, with voting rights totaling ..... votes

Total voting rights: ..... votes

(4) I hereby grant my proxy the authority to vote on my behalf at this meeting as follows:

- Agenda 1 To Consider and Approve the Minutes of the Annual General Meeting of Shareholders for the Year 2024**
- (A) Authorize the proxy holder to consider and vote on my behalf in all matters as deemed appropriate.
- (B) Instruct the proxy holder to vote according to my wishes as follows:
- Agree       Disagree       Abstain from voting
- Agenda 2 To Consider and Approve the Increase of the Company's Registered Capital and the Amendment of Article 4 of the Company's Memorandum of Association to Reflect the Increase in Registered Capital**
- (A) Authorize the proxy holder to consider and vote on my behalf in all matters as deemed appropriate.
- (B) Instruct the proxy holder to vote according to my wishes as follows:
- Agree       Disagree       Abstain from voting
- Agenda 3 To Consider and Approve the Issuance and Offering of the Warrants to Purchase Ordinary Shares of the Company No. 1 (MGI-W1)**
- (A) Authorize the proxy holder to consider and vote on my behalf in all matters as deemed appropriate.
- (B) Instruct the proxy holder to vote according to my wishes as follows:
- Agree       Disagree       Abstain from voting
- Agenda 4 Consider approving the allocation of ordinary shares to increase capital to accommodate the exercise of rights under the warrant (MGI-W1)**
- (A) Authorize the proxy holder to consider and vote on my behalf in all matters as deemed appropriate.
- (B) Instruct the proxy holder to vote according to my wishes as follows:
- Agree       Disagree       Abstain from voting
- Agenda 5 Consideration of any other matters (if any)**
- (A) Authorize the proxy holder to consider and vote on my behalf in all matters as deemed appropriate.
- (B) Instruct the proxy holder to vote according to my wishes as follows:
- Agree       Disagree       Abstain from voting



(5) If the proxy's vote on any agenda item does not comply with what is specified in this proxy form, such vote shall be considered invalid and not as my vote as a shareholder.

(6) In the event that I have not specified my voting intention for any agenda item or if it is unclear, or if the meeting considers or resolves on any matter other than those specified above, including any amendments or additions to the facts, the proxy shall have the right to consider and vote on my behalf as deemed appropriate in all respects. Any act performed by the proxy in the meeting, except in the case where the proxy does not vote according to my specified instructions in this proxy form, shall be deemed as if I have performed such act in all respects

Any actions taken by the appointed representative during the meeting shall be considered as if conducted by myself in all respects.

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

**Note:**

1. This Proxy Form C is to be used only in cases where the shareholder whose name appears in the register is a foreign investor and has appointed a custodian in Thailand to act as the depository and caretaker of the shares.
2. The documents that must be attached with the proxy form are:
  - (1) A power of attorney from the shareholder authorizing the custodian to sign the proxy form on their behalf.
  - (2) A confirmation letter that the signatory of the proxy form is authorized to operate the custodian business.
3. A shareholder granting a proxy must appoint only one proxy to attend the meeting and vote on their behalf. The shares cannot be split among multiple proxies for separate voting.
4. Agenda for the election of directors: The directors can be elected as a whole or individually.
5. In the case where there are more agenda items to be considered at the meeting than those specified above, the grantor of the proxy can specify additional items in the attached continuation sheet of Proxy Form C.

**Continuation Sheet of Proxy Form C**

Appointment of Proxy as a Shareholder of Miss Grand International Public Company Limited

At the Extraordinary General Meeting of Shareholders No. 1/2024 on Monday, August 5, 2024, at 11:00 a.m., held exclusively in the form of an electronic meeting (E-EGM), or on any other date, time, and place that may be postponed.

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- Agenda ..... Subject: .....
- (A) Authorize the proxy holder to consider and vote on my behalf in all matters as deemed appropriate.
- (B) Instruct the proxy holder to vote according to my wishes as follows:
- Agree  Disagree  Abstain from voting
- Agenda ..... Subject: .....
- (A) Authorize the proxy holder to consider and vote on my behalf in all matters as deemed appropriate.
- (B) Instruct the proxy holder to vote according to my wishes as follows:
- Agree  Disagree  Abstain from voting
- Agenda ..... Subject: .....
- (A) Authorize the proxy holder to consider and vote on my behalf in all matters as deemed appropriate.
- (B) Instruct the proxy holder to vote according to my wishes as follows:
- Agree  Disagree  Abstain from voting
- Agenda ..... Subject: .....
- (A) Authorize the proxy holder to consider and vote on my behalf in all matters as deemed appropriate.
- (B) Instruct the proxy holder to vote according to my wishes as follows:
- Agree  Disagree  Abstain from voting