

Documents Required for the Meeting Attendance
Procedures for Proxy, Registration and Voting

Documents Required Prior to Attending the Meeting

For Individual Person

1. In case of attendance in person

Valid evidence issued by government authorities, e.g. the identification card, government officer identification card, driver license or passport, including the evidence of name or last name's change (if any)

2. In case of appointment by proxy

2.1 One of the proxy forms as attached to the notice to shareholders, completely filled in and signed by shareholder and proxy.

2.2 Certified true copy of valid evidence of the shareholder as specified in item 1.

2.3 Certified true copy of valid evidence of the proxy as specified in item 1.

For Juristic Person

1. In case of attendance in person by the authorized representative

1.1 The identification document of such authorized representative similar to those of individual person as specified in item 1.

1.2 Copy of shareholder's Affidavit certified by the authorized director showing that the authorized director has the authority to act on behalf of the shareholder.

2. In case of appointment by proxy

2.1 One of the proxy forms as attached to the notice to shareholders, completely filled in and signed by the authorized director of shareholder and proxy.

2.2 Copy of shareholder's Affidavit certified by the authorized director showing that such authorized director signing the proxy form has the authority to act on behalf of the shareholder.

2.3 Certified true copy of valid evidence issued by government authorities of the authorized director signing the proxy form.

2.4 Certified true copy of valid evidence of the proxy issued by government authorities similar to those of individual shareholder specified in item 1.

3. In case of Foreign Shareholder Appointing a Custodian in Thailand

3.1 All evidences similar to those of the Juristic Person as specified in items 1 or 2.

3.2 In case the foreign shareholder authorizes the custodian to sign the proxy form on its behalf, the following documents are required:

1) Power of Attorney by foreign shareholder authorizing custodian to sign the proxy form on its behalf.

2) Letter certifying that such custodian signing the proxy form has the permission to engage in the custodian business.

In case the original documents are not in English, the English translation shall be prepared and certified true and correct translation by the shareholder (in case of individual person) or the authorized representative of shareholder (in case of juristic person).

Procedure for Granting Proxy

The Company has provided 3 proxy forms: Form A, Form B and Form C prescribed by the Department of Business Development, Ministry of Commerce to be used in the following cases:

Form A: simple and general proxy form

Form B: specific proxy form

Form C: proxy form for foreign shareholder appointing the custodian in Thailand

The shareholder who is not able to attend the Meeting may appoint the proxy as follows:

1. select **only one** of the three forms provided above as follows:
 - 1.1. General shareholder shall select only one of either Form A or Form B.
 - 1.2. Shareholder listed in the share register book as foreign shareholder appointing the custodian in Thailand can select only one of the three proxy forms (Form A, Form B or Form C).
2. Authorize a person or an Independent Director to attend and vote at the Meeting on your behalf by specifying the name with details of a person to be your proxy or marking in front of the name of an Independent Director to be your proxy.
3. Affix the 20 Baht stamp duty and specify the date on the proxy form.
4. The shareholder may send the completed proxy form together with the above documentation to the Head Office of the Company at:

MK Restaurant Group Public Company Limited

Corporate Secretary Department

1200 Bangna-Trad Road, Bangna, Bangkok 10260

no later than 5.00 p.m. (Bangkok time) on Wednesday, April 22, 2015 or the shareholder may submit at the venue of the meeting at least half an hour prior to the commencement of the meeting so that officers of the Company are given enough time to check the documentation

Allocation of shares to several proxies to vote in the meeting is not allowed. Shareholder shall authorize the proxy to cast the votes equal to the total number of shares held by shareholder. Authorizing less than the total number of shares is not allowed except for the custodian appointed by foreign shareholder in accordance with proxy form C.

Meeting Registration

The registration for attending the meeting will be started at 12.00 hours on Friday, April 24, 2015 at Grand Hall 202-203 (GH 202-203), 2nd Floor, Bangkok International Trade & Exhibition Center (BITEC), 88 Bangna-Trad Road (Km.1), Bangna, Bangkok 10260. Please refer to the map attached with the notice of the meeting.

Voting Process

Voting Process

1. The chairman of the meeting shall propose the shareholders to cast their votes for each agenda.
2. Only shareholders desiring to cast their votes as disapproval or abstention are required to mark in a box as disapproval or abstention on the ballots, and send to the officer for counting with a barcode system.
3. Shareholders, who cast votes as approval or do not indicate any mark on the ballots, will be assumed to have approved the agenda as proposed by the Chairman. They do not have to submit the ballots to the officers. All ballots will be collected after the meeting.

Vote Counting Procedures

1. One share shall be counted as one vote and the majority of the votes shall be deemed a resolution, except as specified otherwise by law. In case of a tie of votes, the Chairman shall have cast a deciding vote.
2. In order to count the vote results for each agenda, the Company will count only the votes as disapproval and abstentions and deduct from the total votes of shareholders and proxies recorded in advance.
3. If the meeting attendance, who wish to leave the meeting, would like to cast his votes in advance, please contact the officer, except for his votes as approval
4. The voting results for each agenda will be announced for votes as approval, disapproval, abstention and invalid ballots based on the latest number of shares held by attendants present in the meeting.