Invitation to the Extraordinary General Meeting (1/2013) of Shareholders (EGM) to be held on 1st March 2013
15 February 2013

Subject: Invitation to the Extraordinary General Meeting (1/2013) of Shareholders (EGM) to be held on 1st March 2013

To: Shareholders of Thai Carbon Black Public Company Limited

Attachments:
1. Copy of the minutes of the 18th Shareholders' Annual General Meeting held on 30 March 2012
2. Documents required for attending the EGM
3. Provisions in the Company's Articles of Association regarding shareholders meeting and vote casting
4. Letter of appointment of proxy for the EGM and the member of Audit Committee who can be a proxy
5. Proxy Form
6. Map of the EGM venue

The meeting of the Board of Directors of Thai Carbon Black Public Company Limited (the “Company”) held on 30 January 2013 has resolved to hold the Extraordinary General Meeting (1/2013) of Shareholders on Friday, the 1st March 2013 at 1600 hrs at Ruamrudee Ballroom, Novotel Ploenchit Bangkok Hotel, 566 Ploenchit Road, Bangkok 10330, Thailand to transact the following agenda:

Agenda 1. To consider and adopt the minutes of the 18th Shareholders' Annual General Meeting held on 30th March 2012

Necessity and Reason
Copy of the minutes of the 18th annual general meeting of shareholders held on 30th March 2012, is circulated along with this notice (Attachment 1), and is required to be adopted by the EGM.

Opinion of the Board of Directors
The Board has reviewed the minutes and considered it was correctly recorded and recommended adoption by the EGM.

Agenda 2. To consider and approve the amendment to the Article 10 of Articles of Association of the Company in connection with the removal of the 49% foreign shareholding limit

Present Article:
“Article 10
The shares of the Company may be transferred without any restriction, except when

(1) such transfer causes the Company to lose the rights and benefits it should receive under the Law; or

(2) the said transfer would result in the Company having shareholders with Thai nationality less than 51 percent of the total issued shares of the Company, or would cause shareholders with non-Thai nationality to hold more than 49 percent of the total issued shares of the Company.”

Proposed Article:

“Article 10
The shares of the Company may be transferred without any restriction.”

Necessity and Reason
With liberalization in foreign investment law and progressive policies of the Government, and increasing interest of foreign investors in ASEAN economies, the restrictive condition of maximum 49% foreign shareholding in the Company would be obstacle, and its removal will positively influence liquidity in the Company’s shares on stock exchange and also valuations. In order to support this, it is necessary to amend Article 10 of the Articles of Association of the Company by replacing the existing wording with the proposed wording as aforementioned. In addition, the Company will also amend corresponding conditions in its investment promotion certificates granted by the Board of Investment and will seek relevant statutory approvals from the government agencies (including but not limited to approval under Foreign Business Act).

For the purpose of seeking relevant approvals and registering the amendment to Article 10 of the Articles of Association of the Company, it is proposed that the meeting approve the authorisation to the person(s) designated by authorised directors of the Company to apply for any statutory or regulatory approvals from relevant government agencies (including but not limited to approval from the Board of Investment and approval under Foreign Business Act), register the amendment to Article 10 of the Articles of Association of the Company at the Department of Business Development, the Ministry of Commerce and to amend and/or add any wording to the proposed amendment to Article 10 of the Articles of Association of the Company as directed by the Registrar.

Opinion of the Board of Directors
The Board has approved the amendment to Article 10 of the Articles of Association of the Company and the authorisation as detailed above and has recommended the meeting to approve such amendment to the Article 10 of Article of Association and the authorisation as detailed above.
Agenda 3. To consider and approve the amendment to Article 45 of Articles of Association of the Company in connection with changing the accounting year from ‘1st January – 31st December’ to ‘1st April – 31st March’

Present Article:

“Article 45
The accounting period of the Company commences on the first day of January and ends on the thirty-first day of December of every year.”

Proposed Article:

“Article 45
The accounting period of the Company commences on the first day of April and ends on the thirty-first day of March of following year.”

Necessity and Reason

This change is proposed to align the Company’s accounting year with important investor who follows April-March accounting year, and save the company from costs of preparing two audited financial statements every year. Also, this will help in aligning the reporting cycle with internal budget and planning cycle.

For the purpose of registering the amendment to Article 45 of the Articles of Association of the Company, it is proposed that the meeting approve the authorisation to the person(s) designated by authorised directors of the Company to register the amendment to Article 45 of the Articles of Association of the Company at the Department of Business Development, the Ministry of Commerce and to amend and/or add any wording to the proposed amendment to Article 45 of the Articles of Association of the Company as directed by the Registrar.

Opinion of the Board of Directors

The Board has approved the amendment to Article 45 of the Articles of Association of the Company and the authorisation as detailed above and has recommended the Meeting to approve this.

Agenda 4. To consider other business (if any)

The record date to determine Shareholders who have right to attend and vote in this meeting is 14th February 2013 and the share registration book closing date for compiling shareholders’ name under the Section 225 of the Securities of Exchange Act B.E. 2535 is 15th February 2013.
The Company has also posted this invitation of the Extraordinary General Meeting of Shareholders together with enclosures and Proxy Form on its website http://www.birlacarbon.com/companies/investor_info.htm.

Any shareholder who is unable to attend this meeting in person, may appoint another person; or Mr. Prakit Pradipasen who is the Independent Director and a member & Chairman of the Audit Committee of the Company as proxy, provided that the appointment of such proxy is made in writing as detailed in Attachment 4. If it is desired to appoint a proxy, the attached Proxy Form (Attachment 5) should be filled and signed by both the Shareholder and the Proxy, affixed with applicable stamp duty, and deposited with the Company officer before commencement of the meeting.

You are cordially invited to attend the Meeting at the date, time and place (as per Attachment No. 6) as above mentioned.

By resolution of the Board of Directors

Sanjeev Sood
President and Director
Minutes of the 18th Annual General Meeting of the Shareholders of Thai Carbon Black Public Company Limited (“the Company”) held on Friday, the 30th March, 2012 at 3.00 p.m. at Novotel Bangkok Fenix Ploenchit Hotel, Ruamrudee Ballroom, 566 Ploenchit Road, Bangkok 10330, Thailand and concluded at 5.30 p.m.

At the outset, Mr. Rajesh Jha, Company Secretary and Ms. Jeeranuch Naktabtee, Officer of the Company warmly welcomed to the shareholders.

Mr. Prakit Pradipasen was unanimously elected as the Chairman of the meeting.

The Chairman informed that the meeting is being attended by 102 shareholders present (including those represented by proxies), representing 236,417,450 shares equivalent to 78.81% of the Company's paid-up capital of 300,000,000 shares which constitutes the necessary quorum for transacting the business as required by the regulations. The Chairman then declared the meeting opened and proposed the meeting to consider the following matters according to the agenda.

The Chairman welcomed to the shareholders and introduced Directors present at the meeting, as under:

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<tr>
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<th>Name</th>
<th>Position</th>
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<tbody>
<tr>
<td>1</td>
<td>Mr. Deepak Mittal</td>
<td>Director</td>
</tr>
<tr>
<td>2</td>
<td>Mr. S. S. Mahansaria</td>
<td>Independent Director / Audit Committee member</td>
</tr>
<tr>
<td>3</td>
<td>Mr. Prakit Pradipasen</td>
<td>Independent Director / Chairman Audit Committee</td>
</tr>
<tr>
<td>4</td>
<td>Mr. G. K. Tulsian</td>
<td>Independent Director</td>
</tr>
<tr>
<td>5</td>
<td>Mr. Sachin Jitendra Mehta</td>
<td>Independent Director / Audit Committee member</td>
</tr>
<tr>
<td>6</td>
<td>Mr. Sanjeev Sood</td>
<td>Director &amp; President</td>
</tr>
</tbody>
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The Chairman requested the President of the Company to introduce the management team and Auditor of the Company to the meeting. The President then introduced the management team as under:
He also introduced Mr. Surendra Goyal, who is the CFO of Carbon Black Business.

The Chairman introduced Mr. Termphong Opanaphon, Statutory Auditor of the Company from Ernst & Young Office Limited appointed by 17th Annual General Meeting of shareholders who was in attendance at the meeting to answer questions from the shareholders, if any.

The lawyers Mr. Noppadon Hensritawat from Pramuanchai Law Office Co., Ltd and Ms. Malee were present in the AGM.

The Chairman asked Mr. Sanjeev Sood, President to read the Directors Report to the Shareholder. The same was read by him in English and by Ms. Supaporn in Thai.

Mr. Rajesh Jha, Company Secretary and Ms. Jeeranuch Naktabtee, Officer of the Company explained the meeting regarding the governing rules for conducting the shareholders meeting and procedure of voting on
the agenda. In order to avoid wastage of valuable time of the shareholders, in the event of vote casting being called and none of shareholders voting for "disagree or abstain" on an agenda item(s), those agenda item(s) will be mutatis mutandis taken as approved by the shareholders.

Then Mr. Rajesh Jha, Company Secretary and Ms. Jeeranuch Naktabtee, Officer of the Company also explained about the governing rules for conducting the meeting to the shareholders present.

If any shareholder is voting against, the procedures for counting the votes shall be as under:

• Prior to the voting on any agenda, the Chairman will invite shareholders to ask questions.

• A Shareholder may cast a vote for "disagree or abstain" on each agenda on voting cards received when registered. The voting is counted as "one share one vote"

• Shareholders attending the meeting by themselves or delegating by proxies cannot divide their votes casting.

• If there are shareholders who "disagree or abstain" with any agenda would raise their hands and the Company's staff would collect the voting cards that would have been filled in by the shareholder/proxy holder for the vote counting;

• The Chairman will announce the score of the votes by specifying the number of votes, which are in favor or disagree or abstain and the same will also be displayed over the screen.

• After shareholders acknowledged and approved the casting vote procedures, vote counting and announcement of vote result, as described above, the Chairman then proceeded with the following agenda items of the meeting:

**Agenda 1. To consider and adopt the minutes of the 17th Shareholders' Annual General Meeting held on 31st March, 2011**

The Chairman informed that a copy of the minutes of the 17th Shareholders' Annual General Meeting for the year 2011 was distributed to all the shareholders of the Company together with the Notice prior to this meeting. The Chairman requested the meeting to certify the said minutes of the 17th Shareholders' Annual General Meeting.

The Chairman then invited queries from the shareholders on the same. The queries asked by the shareholders were answered by the Management as under:-

**Q:** Asked about the distribution of Minutes through e-mail to all the shareholders present in the meeting.

**A:** Management explained that as required by law, the minutes of the meeting are uploaded on website within 14 days and to circulate to all the shareholders separately is unusual and impractical. Management informed that the company will check if there is any such requirement from SET to circulate the minutes to shareholders separately also.

**Resolution:**

The meeting resolved to approve by majority votes the Minutes of the 17th Shareholders' Annual General Meeting of the Company as per the following:
Agenda 2.  **To consider and approve the Company’s audited financial statements for the year ended December 31, 2011**

The Chairman requested the meeting to consider and approve the Balance Sheet and the Profit and Loss Statement for the year 2011 which were distributed to the shareholders prior to the meeting together with the Notice of the meeting.

The Chairman then invited queries from the shareholders on the same. The queries asked by the shareholders were answered by the Management as under:-

**Q :  Asked about why there is Increase in Total Liabilities?**

**A :** Management informed that the increase in total liabilities is due to Accounting for the Raw Material Inventory in transit and payables against the same and the long term loan taken and given for Columbian acquisition. This has increased the total liabilities and also total assets. Chairman also informed that the agenda for loan was already approved by the shareholders in the last AGM.

**Q :  Asked about why we not invested in equity of Columbian Chemicals in place of loan?**

**A :** Management informed that the decision of making investment in Columbian Chemical through loan was made in previous year and the same was duly approved by the Board of Directors and the Shareholders in the last AGM.

**Q :  Asked about the Investment in preference shares of the two companies. Why TCB has not received any dividend and what is the cost of fund against the rate of return? Whether there is any risk of not getting the money back?**

**A :** Management informed that the Investment decision was having the open rate of 2.50% and if we add the forward premium then the return is 3.75% against the cost of borrowing which was 2.60%. By this TCB has the arbitrage of 1.15%. Another important fact is the decision for this was taken in Aug’ 2010 when there was no plan to invest in Columbian Chemical. At that time the company has surplus fund. The Fixed Deposit rate in Thailand was 2.25% and against that company has invested at the rate of 3.75%. The books of accounts of those two companies are under audit and the dividend can be accounted for in TCB’s books after the same is approved by its shareholders and declared. The investment decision was made after having done the review of financials of these two companies and TCB is confident of getting the money back.

**Q :  Asked about where the loan to Columbian Carbon is shown in the Financial statement?**

**A :** Management informed that the same is shown under loan given.

**Q :  Asked about why the total loss of Columbian is not shown in the TCB books?**
A: Management informed that since TCB owns 20.59% in Indigold Carbon, the loss equivalent to 20.59% only can be accounted in TCB books.

Q: Asked about the adjustment of 644 Mn Baht in page number 127 of the annual report.

A: Management informed that this is translation adjustment on account of the investments outside Thailand in all the subsidiaries/associated companies.

Q: Asked about the cost of fund for assets and liabilities.

A: Management informed that the rate of interest on loan taken is Libor plus 230 basis points and the rate of interest on loan given is Libor plus 350 basis points, therefore there is an arbitrage of 120 basis points. Management also informed to refer page No: 153 of the annual report where the cost of fund for liability is 2.86 and the cost of fund for assets is 4.06 which will yield better returns.

Q: Asked whether the dividend is paid out of BOI profit and whether is taxable in the hands of recipient?

A: Management informed that the dividend paid is out of BOI profit and is not taxable in the hands of recipients.

Q: Asked about the name of the local supplier for CBFO. Can the name be disclosed?

A: Management informed that it is not in the interest of the company to disclose the name of the supplier.

Q: Asked about the name of the technology provider for which the service fee is being paid.

A: Management informed that it is not in the interest in the company to disclose the name of the technology provider.

Q: Asked about the future performance of Columbian Carbon.

A: Management informed that there is improvement in the performance of Columbian Carbon by approx 20% in comparison to last year’s performance and will continue to improve in future.

Q: Asked about the dividend payment is only 80% this year. Can company consider paying 100% like last year?

A: Chairman informed that the request is noted and the company will consider this while declaring the dividend in the next year based on the performance of the company.

Resolution:

The meeting approved by majority votes the audited Balance Sheet and the Profit and Loss Statement for the year ended December 31, 2011 as follows:-

<table>
<thead>
<tr>
<th>Approved</th>
<th>Shares or</th>
<th>236,417,349</th>
<th>100%</th>
</tr>
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<tbody>
<tr>
<td>Not Approved</td>
<td>Shares or</td>
<td>100</td>
<td>0%</td>
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<tr>
<td>Abstained</td>
<td>Shares or</td>
<td>0</td>
<td>0%</td>
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</table>
Agenda 3.  To consider and approve the dividend payment for the year 2011

The Chairman informed the meeting that during the year 2011, the Company has recorded net profit of Baht 870 million with earning of Baht 2.90 per share. Accordingly, the Company shall pay dividend from the profit at Baht 0.80 per share amounting to Baht 240 million, which is equal to 27.59% of net profit of the Company. The total dividend amount will be paid out of net profit from BOI promoted activities which is fully exempt from corporate income tax. The dividend payment will be made by the Company on 27th April, 2012.

The Chairman invited queries from the shareholders on the same. The queries asked by the shareholders were answered by the Management as under:-

Q: Asked about why dividend is less?
A: Chairman informed that the dividend payment is as per the policy of the company and as approved by Board of Directors after considering the available cash and company's plans to use in Capex, expansions etc.

Resolution:
The Meeting approved the dividend payment for the year 2011 by majority votes, as proposed by the Board of Directors as per below details:

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<thead>
<tr>
<th>Approved</th>
<th>Shareholders, representing</th>
<th>236,357,449 Shares or 100%</th>
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<tbody>
<tr>
<td>Not Approved</td>
<td>Shareholders, representing</td>
<td>60,000 Shares or 0.03%</td>
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<tr>
<td>Abstained</td>
<td>Shareholders, representing</td>
<td>0 Shares or 0%</td>
</tr>
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Agenda 4.  To consider and approve the re-appointment of Directors who retire by rotation

The Chairman informed the meeting that as per the Public Limited Companies Act and Clause No. 15 of the Company's Articles of Association, one third of the Directors shall retire from the office at every Annual General Ordinary Meeting of the Company. If the number is not a multiple of three, the number of directors closest to one-thirds (1/3) shall retire from the office. The Directors retiring from their office in the first and second year after registration shall be made by drawing lots. For subsequent years, the directors who have held office longest shall retire.

The Chairman invited queries from the shareholders on the same. The queries asked by the shareholders were answered by the Management as under:-

Q: Asked about the vision of the Directors?
A: Mr. Sanjeev Sood, President & Director informed that you company’s director’s vision is to make TCB a leading Carbon Black company in the world. The term leadership position can be defined in many ways like leadership by Quality, leadership by demand, leadership by volume, leadership by profitability, leadership by respect from stakeholders. TCB wants to achieve the leadership position in all respects. He also informed that after the acquisition of Columbian Chemical your company has already acquired the number 1 position in the world. We have the customer base in each of the continents today. By the acquisition of Columbian Chemical TCB has been able to enter into the market where it was not there before. He also informed that technologically Columbian Chemical is very advanced and by synergy benefit TCB is able to bring that technology into Thailand as a good corporate citizen.
The meeting, therefore, proposed to consider and approve the re-nomination of each retiring Director as follows:

4.1 To re-elect Dr. Sanrupt Misra to be the Director

Resolution:
After due consideration, the meeting by majority votes approved re-election of Dr. Sanrupt Misra, as Director retiring by rotation, to be a Director for another term as follows:

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<th>Shareholders, representing</th>
<th>Shares or</th>
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<tr>
<td>Approved</td>
<td>224,817,450</td>
<td>95.09%</td>
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<tr>
<td>Not Approved</td>
<td>11,600,000</td>
<td>4.91%</td>
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<tr>
<td>Abstained</td>
<td>0</td>
<td>0%</td>
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4.2 To re-elect Mr. G. K. Tulsian to be the Director

Resolution:
After due consideration, the meeting by majority votes approved re-election of Mr. G. K. Tulsian, as Director retiring by rotation, to be a Director for another term as follows:

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<th>Shareholders, representing</th>
<th>Shares or</th>
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<tr>
<td>Approved</td>
<td>236,417,450</td>
<td>100%</td>
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<tr>
<td>Not Approved</td>
<td>0</td>
<td>0%</td>
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4.3 To re-elect Mr. Sachin J. Mehta to be the Director

Resolution:
After due consideration, the meeting by majority votes approved re-election of Mr. Sachin J. Mehta, as Director retiring by rotation, to be a Director for another term with the voting as follows:

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<th>Shareholders, representing</th>
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<tr>
<td>Approved</td>
<td>236,417,450</td>
<td>100%</td>
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<tr>
<td>Not Approved</td>
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<td>0%</td>
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4.4 To re-elect Mr. Sanjeev Sood to be the Director

Resolution:
After due consideration, the meeting approved re-election of Mr. Sanjeev Sood, as Director retiring by rotation, to be a Director for another term with the voting as follows:
Agenda 5. To consider and approve the appointment of the Audit Committee for another term

The Chairman informed the meeting that the Board of Directors of the Company approved the appointment of the Audit committee comprised of three Independent Directors whose term is expiring in 2012.

1. Mr. Prakit Pradipasen Independent Director / Chairman of the Audit Committee
2. Mr. S. S. Mahansaria Independent Director
3. Mr. G. K. Tulsian Independent Director

The Chairman invited queries from the shareholders on the same. The queries asked by the shareholders were answered by the Management as under:-

Q: Asked about the election of Audit committee through separate Directors’ appointment?

A: Chairman informed that the appointment of Audit committee is brought to the shareholders notice only as a good corporate governance practice and the same is not necessarily required to be approved by shareholders.

Resolution:

After due consideration, the meeting approved the appointment of Audit Committee for another term with the voting as follows:

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<th>Shareholders, representing</th>
<th>Shares or</th>
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<td>Approved</td>
<td>236,417,350</td>
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<tr>
<td>Not Approved</td>
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Agenda 6. To consider and approve the appointment of the Auditors and approve the Auditor’s fee for the year 2012.

The Chairman informed the meeting that the Board of Directors of the Company, with the recommendation of the Audit Committee, have considered appointment of Ernst & Young Office Limited to be the Audit firm for another term of one year and fixing their remuneration for the accounting year 2012 at Baht 950,000 plus out of pocket expense, which is same as the previous year and the names of the Auditor(s) of Ernst & Young Office Limited are as follows:

1. Mr. Termphong Opanaphon License No. 4501; and/or
2. Ms. Thipawan Nananuwat License No.3459 ; and/or
3. Ms. Siraporn Ouaanunkun License No.3844
Resolution:

After due consideration, the meeting approved appointment of Ernst & Young Office Limited to be the Audit firm for the accounting year 2012 and fixed their audit fee, as mentioned above, with the voting as follows:

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<th>Shareholders, representing</th>
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<td>Approved</td>
<td>236,408,150</td>
<td>100%</td>
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<td>Not Approved</td>
<td>9,300</td>
<td>0%</td>
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<td>Abstained</td>
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Agenda 7. **Other business (if any)**

There being no other business to be discussed, the Chairman thanked the Shareholders for attending the meeting and approving all the transactions as proposed to the meeting.

The meeting concluded at 5.30 p.m.

Prakit Pradipasen
Chairman of the Meeting
Notice prescribing documents or evidences required to be presented on the meeting date

In case that the shareholder attends the meeting in person:
Please present the personal identity card/ identity card of government officer/ identity card of state enterprise officer/ or passport (in case of a foreigner) at the registration area before attending the meeting.

In case of proxy:
Please fill in the attached proxy form and submit the duly signed proxy form at the registration area before attending the meeting. The shareholders may choose to use other proxy form as prescribed by law.

In case that the shareholder appointing the proxy is natural person, please submit:
Copy of the personal identity card/ identity card of government officer/ identity card of state enterprise officer/ or passport (in case of a foreigner) that is certified true copy by the shareholder appointing the proxy.

In case that the shareholder appointing the proxy is juristic person, please submit:
- Copy of Corporate Affidavit that is certified true copy by the authorized director(s) who sign(s) the proxy form and stamped with the company seal (if any).
- Copy of the personal identity card/ identity card of government officer/ identity card of state enterprise officer/ or passport (in case of a foreigner) of the authorized director(s) who sign(s) the proxy form that is certified true copy.

The proxy has to present the personal identity card/ identity card of government officer/ identity card of state enterprise officer/ or passport (in case of a foreigner) of the proxy.

*The Company reserves the right to permit only person who presents correct and complete document(s) or evidence(s) or evidence(s) to attend the meeting*
Company’s Articles of Association concerning the Shareholders Meeting and Vote Casting

Article 30
The general meetings of the Company shall be held at the registered office of the Company or at such other place and such date and time as the directors may decide and indicate in the notice for the meeting.

Article 31
1) The Board of Directors shall arrange for an annual ordinary meeting of shareholders within four (4) months from the last day of the accounting period of the Company.
2) All other general meetings are called "extraordinary meetings".
3) The Board of Directors may summon extraordinary meetings of shareholders whenever the Board thinks fit or the shareholders holding shares altogether not less than one-fifths (1/5) of the total number shares issued or not less than twenty-five (25) shareholders holding shares altogether not less than one-tenths (1/10) of the total number of shares issued may submit their names in a letter requesting the Board of Directors to summon an extraordinary meeting of shareholders at any time but they shall give reasons for such a request in the said letter. In such case, the Board of Directors shall arrange for the meeting of shareholders to be held within one (1) month from the date of receipt of such request from the shareholders.

Article 32
In summoning a meeting of shareholders, whether ordinary or extraordinary, the Board of Directors shall deliver to shareholders and the Registrar notice of the meeting specifying the place, day, time and agenda of the meeting and the business to be transacted at the meeting together with sufficient details, stating clearly whether they will be for acknowledgement, for approval or for consideration including the opinions of the Board of Directors on the said matters, not less than seven (7) days before the date of the meeting. Besides, the notice of the meeting shall also be published for three (3) consecutive days in a newspaper with the last publication appearing not less than three (3) days prior to the date of the meeting.
Article 33

The meeting of shareholders must be attended by shareholders or proxies (if any) not less than twenty-five (25) persons or not less than half of total number of shareholders holding in an aggregate number of shares not less than one-thirds (1/3) of all shares issued, to constitute a quorum.

Article 34

If at any meeting of shareholders, after one hour from the time fixed for the meeting a quorum is not constituted, and if such meeting of shareholders is requested for by the shareholders, such meeting shall be dissolved. If such meeting of shareholders is not called for by the shareholders, the meeting shall be adjourned to a new date to be notified in writing to every shareholder whose name appears in the Share Register within seven (7) days and at such adjourned meeting any number of shareholders actually present shall constitute a quorum.

Article 35

At a meeting of shareholders, a shareholder may appoint any other person who is sui juris by a proxy to appear and vote on his behalf. The proxy form must be dated and signed by the principal in the form prescribed by the Registrar, and which must contain at least the following:

- number of shares held by the principal;
- name of the proxy;
- serial number of the meeting which the proxy is authorized to attend and vote.

The instrument appointing the proxy must be deposited with the chairman or other person designated by the chairman at that meeting before commencement of the meeting.

In the event the proxy appointed who is or is not a shareholder receives more than one (1) appointment as proxy, he shall be entitled to cast as many votes as appointments he holds in addition to his personal vote if he is a shareholder.

Article 36

The chairman of the Board of Directors shall preside over the meeting of shareholders. In the event the chairman is absent or unable to perform the duty, and in case there is a vice-chairman, the vice-
chairman shall act as chairman. In case there is no vice-chairman or if there is one but he is absent or unable to perform the duty, the shareholders present shall elect a shareholder to act as chairman.

Article 37

In casting vote, one share shall be entitled to one vote and the resolution of the meeting of shareholders shall be supported by the following votes:

(1) in a normal case, by the majority vote of the shareholders who attend the meeting and have the right to vote. In case of a tie vote, the chairman of the meeting shall be entitled to a casting vote.

(2) in the following cases, by a vote of not less than three-fourths (3/4) of the total number of shareholders present at the meeting and entitled to vote:

a. the sale or transfer of whole or substantial part of business of the Company to other persons.

b. the purchase or acceptance of transfer of business of other companies or private companies to the Company.
Letter of appointment of Proxy for EGM and member of Audit Committee who can be a proxy

15 February 2013

Re: Appointment of proxy for Extraordinary General Meeting on 1st March 2013

To: The Shareholders

The Company would like to inform the process for appointment of proxy for the Extraordinary General Meeting to be held on Friday, the 1st March, 2013 at 1600 hrs at Ruamrudee Ballroom, Novotel Ploenchit Bangkok Hotel, 566 Ploenchit Road, Bangkok 10330, Thailand, as follows:

In case you cannot attend the meeting, please appoint other person or Mr. Prakit Pradipasen (Age 70), Independent Director and Audit Committee Chairman as your proxy.

Remark: Mr. Prakit Pradipasen has no interest in any of the Agenda items.

The Company attaches hereto the Proxy Form. In case that you would like to appoint the above person(s) as your Proxy, please send the Proxy Form to the Company, appointing such person, together with certified true copy of your identification card to the following address at least 3 days prior to the meeting, so that the Company can arrange the meeting properly:

Chief Financial Officer,
Thai Carbon Black Public Company Limited
888/122,128, Mahatun Plaza, 12th Floor, Ploenchit Road, Lumpini, Pathumwan, Bangkok 10330

The Company would like to thank you for you cooperation in this regard.

Sincerely,

Sanjeev Sood
President and Director
Proxy Form A (Simple Form)

(1) ข้าพเจ้า .......................................................... สัญชาติ ..........................................................<br>I/We Nationality <br>อยู่บ้านเลขที่.............................................ถนน..............................................................<br>ตัวบ้านเลขที่.............................................<br>Residing at No. Road Sub-district <br>ตําบล/แขวง.............................................<br>จังหวัด.............................................<br>District Province <br>รหัสไปรษณีย์.............................................<br>Postal Code<br>

(2) เป็นผู้ถือหุ้นของ บริษัท ไทยคาร์บอนแบล็ค จํากัด (มหาชน)<br>Being a shareholder of Thai Carbon Black Public Company Limited <br>โดยถือหุ้นจํานวนทั  งสิ  นรวม....................หุ้น และออกเสียงลงคะแนนได้เท่ากั บ..........................................เสียง holding the total amount of shares, with the voting rights of votes <br>

(3) ชอบมอบฉันทะให้ / Hereby appoint <br>☐ 1. ชือ...........................................<br>Name..........................<br>เม...........................<br>อยู่บ้านเลขที.............<br>ถนน.............................................<br>ตําบล/แขวง.............................................<br>จังหวัด.............................................<br>District Province <br>รหัสไปรษณีย์.............................................<br>Postal Code or <br>☐ 2. ชือ...........................................<br>Name..........................<br>เม...........................<br>อยู่บ้านเลขที.............<br>ถนน.............................................<br>ตําบล/แขวง.............................................<br>จังหวัด.............................................<br>District Province <br>รหัสไปรษณีย์.............................................<br>Postal Code or <br>☐ 3. ชือ...........................................<br>Name..........................<br>เม...........................<br>อยู่บ้านเลขที.............<br>ถนน.............................................<br>ตําบล/แขวง.............................................<br>จังหวัด.............................................<br>District Province <br>รหัสไปรษณีย์.............................................<br>Postal Code or <br>

As only one of my/our proxy to attend and vote on my/our behalf at the Extraordinary General Meeting of Shareholders No. 1/2013 to be held on Friday, 1st March 2013 at 16.00 hrs. at Ruamrudee Ballroom, Novotel Bangkok Fenix Ploenchit Hotel, 566 Ploenchit Road, Pathumwan, Bangkok or at any adjournment thereof.
กิจการใดที่ผู้รับมอบฉันทะได้กระท่ำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระท่ำทุกประการ
Any act performed by the proxy during the meeting shall be deemed to have done by me/us in all respects.

ลงชื่อ/Signature............................................ผู้มอบฉันทะ/The Grantor
........................................................................

ลงชื่อ/Signature............................................ผู้รับมอบฉันทะ/The Proxy
........................................................................

ลงชื่อ/Signature............................................ผู้รับมอบฉันทะ/The Proxy
........................................................................

ลงชื่อ/Signature............................................ผู้รับมอบฉันทะ/The Proxy
........................................................................

หมายเหตุ: ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแยกแจ้งจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

Remark: Where more than one proxy is appointed, only one proxy is allowed to attend the meeting and cast the votes on behalf of the appointing shareholder. No voting shares can be split to more than one proxy for voting purpose.
Proxy Form B (Specific Details Form)

1. Name: [Name]
   Age: [Age] years, Residing at No. [Address]

2. Name: [Name]
   Age: [Age] years, Residing at No. [Address]

3. Name: [Name]
   Age: [Age] years, Residing at No. [Address]

4. Assign a proxy to Mr. Prakit Pradipasen, Age 70 years, Residing at No. 888/122, 128 Mahatun Plaza Bldg., 12th Floor, Ploenchit Road, Pathumwan, Bangkok 10330

As only one of my/our proxy to attend and vote on my/our behalf at the Extraordinary General Meeting of Shareholders No. 1/2013 to be held on Friday, 1st March 2013 at 16.00 hrs. at Ruamrudee Ballroom, Novotel Bangkok Fenix Ploenchit Hotel, 566 Ploenchit Road, Pathumwan, Bangkok or at any adjournment thereof.

Any act performed by the proxy during the meeting shall be deemed to have been done by me/us in all respects.

Date: [Date]
Month: [Month]
Year: [Year]
(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We authorize my/our proxy to vote on behalf of my/our in this meeting in the following manner:

**Agenda 1**
To consider and adopt the Minutes of the Annual General Meeting No. 18/2012 held on 30th March 2012

( ) (n) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
   (a) The proxy has the rights to consider the matters and vote on my/our behalf, as he/she deems appropriate in all respects.

( ) (ข) ให้ผู้รับมอบฉันทะลงมติแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
   (b) The proxy is allowed to vote in accordance with my/our following instruction:
      ☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

**Agenda 2**
To consider and approve the amendment to the Article 10 of Article of Association of the Company in connection with the removal of the 49% foreign shareholding limit

( ) (n) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
   (a) The proxy has the rights to consider the matters and vote on my/our behalf, as he/she deems appropriate in all respects.

( ) (ข) ให้ผู้รับมอบฉันทะลงมติแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
   (b) The proxy is allowed to vote in accordance with my/our following instruction:
      ☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

**Agenda 3**
To consider and approve the amendment to Article 45 of Article of Association of the Company in connection with changing in the accounting year from "1st January – 31st December" to "1st April – 31st March"

( ) (n) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
   (a) The proxy has the rights to consider the matters and vote on my/our behalf, as he/she deems appropriate in all respects.

( ) (ข) ให้ผู้รับมอบฉันทะลงมติแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
   (b) The proxy is allowed to vote in accordance with my/our following instruction:
      ☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

**Agenda 4**
Other business (if any)

This agenda is provided for shareholders to ask questions and for directors to clarify any queries (if any), therefore, no voting will be made.

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในการประชุมที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและ ไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

The proxy’s voting for any agenda that is not consistent with the intention specified under this proxy shall be deemed invalid and shall not be counted as my voting as the shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในการประชุมหรือคัดค้านให้มีการประชุมในกรณีไม่ข้อจดหมายใดๆ เกี่ยวกับการประชุมที่ระบุไว้ในหนังสือมอบฉันทะนี้ รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงเรื่องเพิ่มเติมหรือเพิ่มเติมข้อตกลง ประกาศใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

If I/we do not specify of clearly specify my/our intention to vote in any agenda, or if there is any other agenda considered in the Meeting other than those specified above, or if there is any change or amendment to any fact, the proxy shall be authorized to consider the matters and vote my/our behalf as the proxy deems appropriate.
Any act performed by the proxy during the meeting except the proxy’s voting that is not consistent with my intention as specified under this proxy, shall be deemed to have done by me/us in all respects.

หมายเหตุ / Remarks:
1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

Where more than one proxy is appointed, only one proxy is allowed to attend the meeting and cast the votes on behalf of the appointing shareholder. No voting shares can be split to more than one proxy for voting purpose.

2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งหมดหรือเลือกตั้งกรรมการเป็นรายบุคคล

With respect to the agenda appointing directors, it is optional to elect all or any of the proposed directors.

3. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุที่มีผลิตภัณฑ์ในใบประจําต่อแบบหนังสือมอบ

In case there is any rule or regulation requiring the proxy to make any statement of provide any evidence, such as the case that the proxy has interest in any matters which he/she attends and votes at the meeting, he/she may make the statement of provide evidence by specify in Form B.
ใบประกอบแบบหนังสือมอบฉันทะแบบ ข.
Annex to the Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท ไทยคาร์บอนบล็อก จำกัด (มหาชน)
The appointment of proxy by the shareholder of Thai Carbon Black Public Company Limited

ในการประชุมวิสามัญผู้ถือหุ้นครั้งที่ 1/2556 ใบนี้ ณ เวลา 16.00 น. ณ ห้องร่วมฤดีบอลรูม โรงแรมโนโวเทล กรุงเทพ ฟีนิกซ์ เพลินจิต เลขที่ 566 ถนนเพลินจิต เขตปทุมวัน กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

In the Extraordinary General Meeting of Shareholders No. 1/2013 to be held on Friday, 1 March 2013 at 16.00 hrs. at Ruamrudee Ballroom, Novotel Bangkok Fenix Ploenchit Hotel, 566 Ploenchit Road, Pathurmwan, Bangkok or at any adjournment thereof.

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In the Extraordinary General Meeting of Shareholder

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้า ดังนี้

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(1) จำนวนหุ้น............................................
Tên............................................

(2) เป็นผู้ถือหุ้นของ บริษัท ไทยคาร์บอนแบล็ค จำกัด (มหาชน)

โดยถือหุ้นจำนวน............................................ หุ้น และออกเสียงลงคะแนนได้เท่าที่เห็นสมควร

(3) ขอมอบฉันทะให้ / Hereby appoint

☐ 1. ชื่อ............................................ อยู่บ้านเลขที่........................
Name ............................................
Age .............................................
Residing at No. ....................................
ถนน.............................................
ตําบล/แขวง.................................
อําเภอ/เขต.................................
จังหวัด........................................
รหัสไปรษณีย์.............................
District ........................................
Province .....................................
Postal Code ..................................
Made at ......................................
Date .......................................... Month Year

☐ 2. ชื่อ............................................ อยู่บ้านเลขที่........................
Name ............................................
Age .............................................
Residing at No. ....................................
ถนน.............................................
ตําบล/แขวง.................................
อําเภอ/เขต.................................
จังหวัด........................................
รหัสไปรษณีย์.............................
District ........................................
Province .....................................
Postal Code ..................................

☐ 3. ชื่อ............................................ อยู่บ้านเลขที่........................
Name ............................................
Age .............................................
Residing at No. ....................................
ถนน.............................................
ตําบล/แขวง.................................
อําเภอ/เขต.................................
จังหวัด........................................
รหัสไปรษณีย์.............................
District ........................................
Province .....................................
Postal Code ..................................

☐ 4. มอบฉันทะให้กรรมการอิสระ / กรรมการตรวจสอบ บริษัท ไทยคาร์บอนแบล็ค จำกัด (มหาชน) ตามที่มีการประชุมโดยมีกับ 70 ปีเดิมที่ 888/122, 128 อาคารแรกทุ่งท่า ...
คนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้นครั้งที่ 1/2556 ณวันที่ 1 มีนาคม 2556 เวลา 16.00 น. ณ โรงแรมโนโวเทล กรุงเทพ ฟิชเชอร์ แกรนด์ บอลรูม 566 ถนนพหลโยธิน เขตปทุมวัน กรุงเทพมหานคร หรือที่จัดการเลื่อนไปในวันเวลาและสถานที่อื่นใดย่อม

As only one of my proxy to attend and vote on my behalf at the Extraordinary General Meeting of Shareholders No. 1/2013 to be held on Friday, 1st March 2013 at 16.00 hrs. at Ruamrudee Ballroom, Novotel Bangkok Fenix Ploenchit Hotel, 566 Ploenchit Road, Pathumwan, Bangkok or at any adjournment thereof.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ดังนี้

I/We authorize my/our proxy to attend and vote on behalf of my/us in this meeting in the following manner:

☐ มอบอำนาจตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนเสียงได้

Authorize in full equivalent to total number of shares held by me/us, and which I/we have the right to vote

☐ มอบอำนาจบางส่วนคือ

Authorize in part, equal to:

☐ หุ้นสามัญ........................................หุ้น และมีสิทธิออกเสียงลงคะแนนได้......................................................เสียง

No. of ordinary shares shares, and having voting right for votes

☐ หุ้นบุริมสิทธิ........................................หุ้น และมีสิทธิออกเสียงลงคะแนนได้......................................................เสียง

No. of preferred shares shares, and having voting right for votes

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด........................................เสียง

Total voting right for votes

(5) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ดังนี้

I/We authorize my/our proxy to vote on behalf of my/us in this meeting in the following manner:

วาระที่ 1 พิจารณาและลงมติของบริษัทฯ ในข้อ 18/2555 เมื่อวันที่ 30 มีนาคม 2555
Agenda 1 To consider and adopt the Minutes of the Annual General Meeting No. 18/2012 held on 30th March 2012

☐ (n) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy has the rights to consider the matters and vote on my/our behalf, as he/she deems appropriate in all respects.

☐ (n) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is allowed to vote in accordance with my/our following instruction:

 Approve votes Disapprove votes Abstain votes

วาระที่ 2 พิจารณาและลงมติในการแก้ไขข้อบังคับของบริษัทฯ ในข้อ 11 โดยการยกเลิกข้อจำกัดการถือหุ้นของผู้ถือหุ้นสัญชาติต่างประเทศ
Agenda 2 To consider and approve the amendment Article 10 of Article of Association of the Company in connection with the removal of the 49% foreign shareholding limit

☐ (n) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy has the rights to consider the matters and vote on my/our behalf, as he/she deems appropriate in all respects.

☐ (n) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is allowed to vote in accordance with my/our following instruction:

 Approve votes Disapprove votes Abstain votes
Agenda 3
To consider and approve the amendment Article 45 of Article of Association of the Company in connection with changing in the accounting year from “1st January – 31st December” to “1st April – 31st March”

☐ (n) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกการตามที่เห็นสมควร

(a) The proxy has the rights to consider the matters and vote on my/our behalf, as he/she deems appropriate in all respects.

☐ (n) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy is allowed to vote in accordance with my/our following instruction:

- Approve votes
- Disapprove votes
- Abstain votes

Agenda 4
Other business (if any)

เพื่อให้ผู้ถือหุ้นได้รับข้อมูลเพิ่มเติม และให้คณะกรรมการบริษัทตรวจรับข้อถกถามของผู้ถือหุ้น (ถามได้) จึงไม่มีการลงมติใดๆในวาระนี้

This agenda is provided for shareholders to ask questions and for directors to clarify any queries (if any), therefore, no voting will be made.

Article of Association of the Company in connection with the amendment to the articles of association.

The proxy’s voting for any agenda that is not consistent with the intention specified under this proxy shall be deemed invalid and shall not be considered as my voting as the shareholder.

In any meeting other than those specified above, or if the proxy deems appropriate.

If/We do not specify of clearly specify my/my intention to vote in any agenda, or if there is any other agenda considered in the Meeting other than those specified above, or if there is any change or amendment to any fact, the proxy shall be authorized to consider the matters and vote my/our behalf as the proxy deems appropriate.

Any act performed by the proxy during the meeting except the proxy’s voting that is not consistent with my intention as specified under this proxy, shall be deemed to have done by me/us in all respects.

ลงชื่อ/Signature..................................ผู้มอบฉันทะ/The Grantor

(.............................................)

ลงชื่อ/Signature..................................ผู้รับมอบฉันทะ/The Proxy

(.............................................)

ลงชื่อ/Signature..................................ผู้รับมอบฉันทะ/The Proxy

(.............................................)
หมายเหตุ / Remarks:
1. หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงหุ้นต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้แทน
This proxy form C. is designed for only foreign shareholders of record who have appointed a Custodian to act as their Depository and Trustee in Thailand.

2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะคือ
Documentary evidences requiring to be enclosed together with this proxy are as follow:
(1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
A shareholder’s power of attorney, which authorized the Custodian to sign the proxy on his/her behalf.
(2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)
A letter of certificate confirming that the person who signed the proxy has been authorized to engage in a custodian business.

3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
Where more than one proxy is appointed, only one proxy is allowed to attend the meeting and cast the votes on behalf of the appointing shareholder. No voting shares can be split to more than one proxy for voting purpose.

4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งหมดหรือเลือกตั้งกรรมการเป็นรายบุคคล
With respect to the agenda appointing directors, it is optional to elect all or any of the proposed directors.

5. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ในแบบหนังสือมอบฉันทะแบบ ค. สามารถระบุตามแบบหนังสือมอบฉันทะแบบ ค. ตามแบบ
In case there is any rule or regulation requiring the proxy to make any statement or provide any evidence, such as the case that the proxy has interest in any matter which he/she attends and votes at the meeting, he/she may make the statement or provide evidence by specify in Form C.
Annex to the Proxy Form C

The appointment of proxy by the shareholder of Thai Carbon Black Public Company Limited

In the Extraordinary General Meeting of Shareholders No. 1/2013 to be held on Friday, 1st March 2013 at 16.00 hrs. at Ruanrudee Ballroom, Novotel Bangkok Fenix Ploenchit Hotel, 566 Ploenchit Road, Pathumwan, Bangkok or at any adjournment thereof.

Agenda

Subject

(1) The proxy has the rights to consider the matters and vote on my/our behalf, as he/she deems appropriate in all respects.

(2) The proxy is allowed to vote in accordance with my/our following instruction:

- Approve votes
- Disapprove votes
- Abstain votes

Agenda

Subject

(1) The proxy has the rights to consider the matters and vote on my/our behalf, as he/she deems appropriate in all respects.

(2) The proxy is allowed to vote in accordance with my/our following instruction:

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- Approve votes
- Disapprove votes
- Abstain votes
เอกสารแนบ 6

หนังสือมอบฉันทะ แบบ ก. (แบบทั่วไป ซึ่งเป็นแบบที่ง่ายไม่ซับซ้อน)

Proxy Form A (Simple Form)

เขียนที่.................................................................

Date                  Month         Year

(1) ข้าพเจ้า ............................................

.................................................................

.......................... สัญชาติ ................

.................................................................

I/We                         Nationality

อยู่บ้านเลขที่............….........................

.ถนน.............................................

............ตําบล/แขวง..............................

Residing at No.         Road               Subdis

................................................

.............ดําพบ/เขต............................

................จังหวัด............................

..............................รหัสไปรษณีย์.........

..........................................

District        Province              Postal Code

(2) เป็นผู้ถือหุ้นของ

บริษัท ไทยคาร์บอนแบล็ค จํากัด (มหาชน)

โดยถือหุ้นจํานวนทั่งสิ้นรวม.......................

....................หุ้น และออกเสียงลงคะแนนได้เท่ากับ ..........................................เสียง

holding the total amount of          shares, with

the voting rights of                        votes

(3) ขอมอบฉันทะให้ / Hereby appoint

1. ชื่อ..............................................

...................................................

............................................

.......................... อายุ...........................ปี   อยู่บ้านเลขที่..

.............................................................

Name                   Age          years, Resid

.............................................................

.............................................................

Residing at No.         Road               Subdis

.........ตําบล/แขวง..............................

................................................

.............ดําพบ/เขต............................

..............................จังหวัด............................

..............................รหัสไปรษณีย์.........

.............................................

Province     Postal Code       or

2. ชื่อ..............................................

...................................................

............................................

.......................... อายุ...........................ปี   อยู่บ้านเลขที่..

.............................................................

Name                   Age          years, Resid

.............................................................

.............................................................

Residing at No.         Road               Subdis

.........ตําบล/แขวง..............................

................................................

.............ดําพบ/เขต............................

..............................จังหวัด............................

..............................รหัสไปรษณีย์.........

.............................................

Province     Postal Code       or

3. ชื่อ..............................................

...................................................

............................................

.......................... อายุ...........................ปี   อยู่บ้านเลขที่..

.............................................................

Name                   Age          years, Resid

.............................................................

.............................................................

Residing at No.         Road               Subdis

.........ตําบล/แขวง..............................

................................................

.............ดําพบ/เขต............................

..............................จังหวัด............................

..............................รหัสไปรษณีย์.........

.............................................

Province     Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนในการประชุมวิสามัญผู้ถือหุ้นครั้งที่ 1/2556  ในวันศุกร์ที่ 1 มีนาคม 2556 เวลา 16.00 น. ณ ห้องร่วมฤดีบอลรูม โรงแรมโนโวเทล กรุงเทพ ฟินิกซ์ เพลินจิต เลขที่ 566 ถนนเพลินจิต เขตปทุมวัน กรุงเทพมหานคร  หรือที่พึงเลื่อนไปในวันเวลาและสถาบันอื่นด้วย

As only one of my/our proxy to attend and vote on my/our behalf at the Extraordinary General Meeting of Shareholders No. 1/2013 to be held on Friday, 1 March 2013 at 16.00 hrs. at Ruamrudee Ballroom, Novotel Bangkok Fenix Ploenchit, 566 Sathon Road, Pathumwan, Bangkok or at any adjournment thereof.