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Proxy Form B

Made at

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

(1) I/We.....Nationality.....
residing at.....Road.....Tumbon/Kwaeng.....
Amphoe/Khet.....Province.....Postal Code.....

(2) I/We am/are a shareholder of Thai Airways International Company Limited, holding the shares in the total amount of.....shares and the total number of votes for which I/we am/are entitled to cast is.....votes as described below:

- ordinary shares in the amount of shares and the number of votes for which I/we am/are entitled to cast is.....votes; and
- preferred shares in the amount of shares and the number of votes for which I/we am/are entitled to cast is.....votes.

(3) I/We hereby appoint (May grant proxy to an Independent Director of which details as in Attachment 4)

(1)Age.....Years,
residing at.....Road.....Tumbon/Kwaeng.....
Amphoe/Khet.....Province.....Postal Code.....; or

(2).....Age.....Years,
residing at.....Road.....Tumbon/Kwaeng.....
Amphoe/Khet.....Province.....Postal Code.....; or

(3).....Age.....Years,
residing at.....Road.....Tumbon/Kwaeng.....
Amphoe/Khet.....Province.....Postal Code.....; or

as my/our Proxy to attend and vote on my/our behalf at the 2012 Annual General Shareholders' Meeting to be held on Wednesday, 25 April 2012 at 13.30 hours at the 4th Floor, Miracle Grand Ballroom, Miracle Grand Convention Hotel, Vibhavadi Rangsit Road, Laksi, Bangkok, Metropolis or on such other date and at such other place as may be adjourned or changed.

(4) I/We hereby authorize the Proxy to vote on my/our behalf in this meeting as follows:

(1) **Agenda 1 Report from the Chairman**

(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

(b) The Proxy may consider the matters and vote on my/our behalf as follows:

Approve

Not approve

Abstain

Agenda 2 Consideration and approval of minutes of the 2011 Annual General Shareholders' Meeting

- (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (b) The Proxy may consider the matters and vote on my/our behalf as follows:
- Approve Not approve Abstain

Agenda 3 Acknowledgement of the report on the results of operations for the year 2011

- (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (b) The Proxy may consider the matters and vote on my/our behalf as follows:
- Approve Not approve Abstain

Agenda 4 Consideration and approval of Balance Sheets and income statements for the year 2011

- (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (b) The Proxy may consider the matters and vote on my/our behalf as follows:
- Approve Not approve Abstain

Agenda 5 Consideration and approval to abstain from dividend payment from the Company's business operations for the year 2011

- (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (b) The Proxy may consider the matters and vote on my/our behalf as follows:
- Approve Not approve Abstain

Agenda 6 Consideration of Directors' remunerations

- (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (b) The Proxy may consider the matters and vote on my/our behalf as follows:
- Approve Not approve Abstain

Agenda 7 Consideration and appointment of an auditor and determination of audit fee

- (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (b) The Proxy may consider the matters and vote on my/our behalf as follows:
- Approve Not approve Abstain

2) **Agenda 8 Consideration of election of Directors**

- (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (b) The Proxy may consider the matters and vote on my/our behalf as follows:
- Election of all members of the Board of Directors
- Approve Not approve Abstain
- Election of each member of the Board of Directors

- (1) **Mr. Areepong Bhoocha-oom**
 Approve Not approve Abstain
- (2) **Pol. Gen. Preophan Dhamapong**
 Approve Not approve Abstain
- (3) **ACM Satitpong Sukvimol**
 Approve Not approve Abstain
- (4) **ACM M.L. Suprija Kamalasana**
 Approve Not approve Abstain
- (5) **Mr. Silpachai Jarukasemratana**
 Approve Not approve Abstain

Agenda 9 Other business (if any)

- (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (b) The Proxy may consider the matters and vote on my/our behalf as follows:
 Approve Not approve Abstain

(5) Any votes by the Proxy in any agenda not rendered in accordance with my/our intention specified herein shall not be deemed as my/our votes as a shareholder.

(6) If I/we do not specify or clearly specify my / our intention to vote in any agenda, or if there is any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any facts, the Proxy shall be authorized to consider the matters and vote on my/our behalf as the Proxy deems appropriate.

Any action taken by the Proxy at the meeting shall, unless the Proxy cast the votes not in compliance with my/our intention specified herein, be deemed as being done by me/us in all respects

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

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

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

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

- Note:**
1. A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the votes on its behalf and the number of shares held by such a shareholder may not be split for more than one proxy in order to separate the votes.
 2. Either all or each of the members of the Board of Directors may be appointed in the agenda of appointment and election of the directors.
 3. If the matters to be considered are more than those specified above, the proxy grantor may apply the Annex to Proxy Form B as attached.

Annex to Proxy Form B

Granting of power to a proxy as a shareholder of Thai Airways International Public Company Limited.

The 2012 Annual General Shareholders' Meeting held on Wednesday, 25 April 2012 at 13.30 hours at the 4th Floor, Miracle Grand Ballroom, Miracle Grand Convention Hotel, Vibhavadi Rangsit Road, Laksi, Bangkok Metropolis or on such other date and at such other place as may be adjourned or changed.

- Agenda**
- (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (b) The Proxy may consider the matters and vote on my/our behalf as follows:
 Approve Not approve Abstain
- Agenda**
- (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (b) The Proxy may consider the matters and vote on my/our behalf as follows:
 Approve Not approve Abstain
- Agenda**
- (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (b) The Proxy may consider the matters and vote on my/our behalf as follows:
 Approve Not approve Abstain
- Agenda**
- (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (b) The Proxy may consider the matters and vote on my/our behalf as follows:
 Approve Not approve Abstain
- Agenda**
- (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (b) The Proxy may consider the matters and vote on my/our behalf as follows:
 Approve Not approve Abstain
- Agenda** **Consideration of election of Directors**
- Name.....
 Approve Not approve Abstain
- Name.....
 Approve Not approve Abstain
- Name.....
 Approve Not approve Abstain
- Name.....
 Approve Not approve Abstain
- Name.....
 Approve Not approve Abstain