

(Please attach stamp duty of Baht 20)

Proxy Form C.
(For Foreign Shareholder Appointing Custodian in Thailand)

Written at _____

Date _____ Month _____ Year _____

(1) I/We _____ Nationality _____

Address _____

as a custodian for _____

who is a shareholder of **Nok Airlines Public Company Limited**,

holding a total number of _____ shares and having voting rights equivalent to _____ vote(s), as follows:

Ordinary share _____ share(s) having voting rights equivalent to _____ vote(s)

Preferred share _____ share (s) voting rights equivalent to _____ vote(s)

(2) hereby authorize either one of the following persons

(1) _____ Age _____ Years

Residing at No. _____ Road _____ Subdistrict _____

District _____ Province _____ Postal code _____ or

(2) _____ Age _____ Years

Residing at No. _____ Road _____ Subdistrict _____

District _____ Province _____ Postal code _____ or

(3) _____ Age _____ Years

Residing at No. _____ Road _____ Subdistrict _____

District _____ Province _____ Postal code _____

Only one of them as my/our proxy to attend and vote in the 2015 Annual General Meeting of Shareholders to be held on Thursday April 9, 2015 at 9.00 hrs. at Miracle Grand Ballroom, 4th Floor, the Miracle Grand Convention Hotel, Vibhavadi-Rangsit Road, Lak Si, Bangkok or at any adjournment thereof to any other date, time and venue.

(3) I/ We hereby authorize the proxy to vote on my behalf at this meeting as follows:

The proxy holder is authorized for all shares held and entitled to vote.

The proxy holder is authorized for certain shares as follows:

Ordinary share for.....shares and having voting right forvotes

Preferred share for.....shares and having voting right for..... votes

Total entitled votesvotes

(4) In this meeting, I/we hereby grant my/our proxy to vote on my/our behalf as follows:

Agenda item 1 Matters to be informed by the Chairman for acknowledgement

– This agenda item is for acknowledgement and no casting of vote –

Agenda item 2 To consider and approve the Minutes of the 2014 Annual General Meeting of Shareholders

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(b) The proxy holder shall vote in accordance with my intention as follows:

Approve Disapprove Abstain

Agenda item 3 To consider and acknowledge the operating results of the Company for the year 2014

– This agenda item is for acknowledgement and no casting of vote –

Agenda item 4 To consider and approve the financial statements and the income statements of the Company for the year ending 31 December 2014 of the Company

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(b) The proxy holder shall vote in accordance with my intention as follows:

Approve Disapprove Abstain

Agenda item 5 To consider and approve a suspension of allocation of the profits as per performance results of the Company for the accounting year ending 31 December 2014 as a reserve according to the laws and to approve the suspension of the dividend payment as per performance results of the Company for the year 2014

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(b) The proxy holder shall vote in accordance with my intention as follows:

Approve Disapprove Abstain

Agenda item 6 To consider and approve the appointment of the directors who will retire by rotation and the appointment of a new director

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(b) The proxy holder shall vote in accordance with my intention as follows:

- The appointment of all directors
- Approve Disapprove Abstain

- The appointment of certain director
1. Flight Lieutenant Montree Jumrieng
- Approve Disapprove Abstain
2. Flying Officer Suraphon Israngura Na Ayuthya
- Approve Disapprove Abstain
3. Mr. Padungdej Indralak
- Approve Disapprove Abstain
4. Mr. Visit Tantisunthorn
- Approve Disapprove Abstain
5. Mr. Charamporn Jotikasthira
- Approve Disapprove Abstain

Agenda item 7 To consider and approve the directors' remuneration for the year 2015

- (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my intention as follows:
- Approve Disapprove Abstain

Agenda Item 8 To consider and approve the appointment of the auditor and fixing the audit fee for the year 2015

- (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my intention as follows:
- Approve Disapprove Abstain

Agenda item 9 To consider and approve the issuance and offer for sale of the Company's debenture

- (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- (b) The proxy holder shall vote in accordance with my intention as follows:
- Approve Disapprove Abstain

Agenda item 10 To consider and approve the amendment of the Company's objectives and amendment of the Clause 3 of the Company's Memorandum of Association so as to correspond with the change of the Company's objectives

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(b) The proxy holder shall vote in accordance with my intention as follows:

Approve Disapprove Abstain

Agenda item 11 Other matters (if any)

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(b) The proxy holder shall vote in accordance with my intention as follows:

Approve Disapprove Abstain

(5) Voting of the proxy holder in any agenda that is not specified in this proxy form shall be considered as invalid and not my/our voting as a shareholder.

(6) In the case that I/we have not declared a voting intention in any agenda or my/our determination is not clearly specified or that the meeting considers or ratifies resolutions in any matters apart from the agendas specified above, in addition to any amendment, modification or addition of any facts, the proxy holder shall have the right to consider and vote on behalf of myself as he/ she sees appropriate.

Any act(s) undertaken by the proxy holder at such meeting except the proxy holder does not vote as I/we specify in the proxy form shall be deemed as my/our own act(s) in every respects.

Signed..... Grantor

(.....)

Signed..... Proxy

(.....)

Signed..... Proxy

(.....)

Signed..... Proxy

(.....)

Note:

1. A Shareholder shall appoint only one proxy to attend and vote at the meeting. A shareholder may not split shares for any more than one proxy in order to split votes.
2. In the case that there is any other agenda(s) to consider other than the specified agendas mentioned above, the proxy may use the Annex to the Proxy Form C.

Annex to the Proxy Form C.

Grant of proxy as a shareholder of Nok Airlines Public Company Limited

At the 2015 Annual General Meeting of Shareholders to be held on Thursday April 9, 2015 at 9.00 hrs. at Miracle Grand Ballroom, 4th Floor, the Miracle Grand Convention Hotel, Vibhavadi-Rangsit Road, Lak Si, Bangkok or at any adjournment thereof to any other date, time and venue.

Agenda..... Subject.....

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(b) The proxy holder shall vote in accordance with my intention as follows:
 Approve Disapprove Abstain

Agenda..... Subject.....

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(b) The proxy holder shall vote in accordance with my intention as follows:
 Approve Disapprove Abstain

Agenda..... Subject.....

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(b) The proxy holder shall vote in accordance with my intention as follows:
 Approve Disapprove Abstain

Agenda..... Subject.....

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(b) The proxy holder shall vote in accordance with my intention as follows:
 Approve Disapprove Abstain

Agenda..... Subject.....

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(b) The proxy holder shall vote in accordance with my intention as follows:
 Approve Disapprove Abstain