



**PROXY FORM C (FOR FOREIGN SHAREHOLDER
APPOINTING CUSTODIAN IN THAILAND)**

Written at _____
Date ____ Month _____ Year _____

(1) I / We _____ Nationality _____
with address at _____

being a shareholder of Stars Microelectronics (Thailand) Public Company Limited
holding the total amount of _____ shares with the voting rights of _____ votes as
follows;

ordinary share _____ shares with the voting rights of _____ votes

(2) do hereby appoint either one of the following persons:

(1) _____ Age _____ Years
with address at _____ Road _____ Sub-District _____
District _____ Province _____ Postal Code _____ or

(2) _____ Age _____ Years
with address at _____ Road _____ Sub-District _____
District _____ Province _____ Postal Code _____ or

(3) Associate Professor Dr. Preecha Jarungidanan Age 64 Years
with address at 586 Moo 2 Road - Sub-District Klongjig
District Bang Pa-In Province Ayutthaya Postal Code 13160

as only one of my / our proxy to attend and vote on my/our behalf at the Annual General Meeting of
Shareholders for the year 2011 to be held on **Friday April 29, 2011, 14.30 pm at Magic 2 room, 2nd
floor, Miracle Grand Convention, Viphavadi-Rangsit Road, Bangkok Metropolis** or at any
adjournment thereof.

(3) I / We authorize my / our Proxy to attend and cast the votes as follows:

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

The Proxy is authorized for certain shares as follows:

ordinary share _____ shares, entitling to vote _____ votes

Total entitled vote _____ votes

(4) I/We authorize my/our Proxy to cast the votes according to my/our intentions as follows:

**Agenda 1: Adoption of Minutes of the Extraordinary General Meeting of Shareholders No.
1/2554**

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve _____ vote Disapprove _____ vote Abstain _____ vote

**Agenda 2: Be informed of the Board of Directors' report on the Company's performance of the
year 2010**

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve _____ vote Disapprove _____ vote Abstain _____ vote

**Agenda 3: Consider and approve the balance sheet and income statement for the year ended on
December 31, 2010 and the report of the auditor**

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve _____ vote Disapprove _____ vote Abstain _____ vote



- Agenda 4: Consider and approve the dividend payments for the year 2010**
 - (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
 - (b) The Proxy must cast the votes in accordance with my / our following instruction:
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote
- Agenda 5: Consider and approve the appointment of Auditor and fix Auditor Fee for the year 2011**
 - (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
 - (b) The Proxy must cast the votes in accordance with my / our following instruction:
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote
- Agenda 6: Consider appointing Directors to replace the ones who will complete their terms of office and appointing the additional Directors**
 - (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
 - (b) The Proxy must cast the votes in accordance with my / our following instruction:
 - 1) **Mr. Chong Kwen Sam**
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote
 - 2) **Mr. Dheerasak Suwannayos**
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote
 - 3) **Mr. Prasart Yunibhand**
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote
 - 4) **Associate professor Dr. Kamphol Panyagometh**
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote
 - 5) **Associate professor Dr. Aekkachai Nittayagasetwat**
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote
- Agenda 7: Consider and approve the remuneration of Directors for the year 2011**
 - (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
 - (b) The Proxy must cast the votes in accordance with my / our following instruction:
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote
- Agenda 8: Consider and approve the increase of the registered capital of the Company to support the adjustment of ESOP Warrant (SMT-WA)**
 - (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
 - (b) The Proxy must cast the votes in accordance with my / our following instruction:
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote
- Agenda 9: Consider and approve the amendment of item 4 of the Memorandum of Association of the Company in order to comply with the increase in the Company's registered capital**
 - (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
 - (b) The Proxy must cast the votes in accordance with my / our following instruction:
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote
- Agenda 10: Consider and approve the allotment of new ordinary 143,527 shares, at the par value of 2.00 baht per share to support the adjustment of ESOP Warrant (SMT-WA)**
 - (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
 - (b) The Proxy must cast the votes in accordance with my / our following instruction:
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote
- Agenda 11: Consider and approve making additions to the Company's objectives to accommodate doing the Green Energy business**
 - (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
 - (b) The Proxy must cast the votes in accordance with my / our following instruction:
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote
- Agenda 12: Consider any other businesses (if any)**
 - (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
 - (b) The Proxy must cast the votes in accordance with my / our following instruction:
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote

(5) Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.



Invitation to the Annual General Meeting of Shareholders for the year 2011

(6) In case I do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my / our behalf as the Proxy deems appropriate.

For any act performed by the Proxy at the Meeting, it shall be deemed as such acts had been done by me / us in all respects except for vote of the Proxy which is not in accordance with this Proxy Form.

Signed _____ Shareholder
()

Signed _____ Proxy
()

Signed _____ Proxy
()

Signed _____ Proxy
(Associate Professor Dr. Preecha Jarungidanan)

Remarks:

1. This Proxy Form C shall be applicable only for the Shareholders listed in the share register book as the non-Thai Shareholder appointing the Custodian in Thailand.
2. The following documents shall be attached with this Proxy Form:
 - (1) Power of Attorney from a shareholder authorizing a custodian to sign the Proxy Form on behalf of the shareholder.
 - (2) Letter certifying that the person signing the Proxy Form is authorized to engage in custodian business.
3. The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
4. In case there are agenda other than the agenda specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form as enclosed.



REGULAR CONTINUED PROXY FORM C

Authorization on behalf of the Shareholder of Stars Microelectronics (Thailand) Public Company Limited, for the Annual General Meeting of Shareholders for the year 2011 to be held on **Friday, April 29, 2011 at 14.30 pm at Magic 2 room, 2nd floor, Miracle Grand Convention, Viphavadi-Rangsit Road, Bangkok Metropolis**, or at any adjournment thereof.

- Agenda _____:** _____
 - (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
 - (b) The Proxy must cast the votes in accordance with my / our following instruction:
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote

- Agenda _____:** _____
 - (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
 - (b) The Proxy must cast the votes in accordance with my / our following instruction:
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote

- Agenda _____:** _____
 - (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
 - (b) The Proxy must cast the votes in accordance with my / our following instruction:
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote

- Agenda _____:** _____
 - (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
 - (b) The Proxy must cast the votes in accordance with my / our following instruction:
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote

- Agenda _____:** _____
 - (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
 - (b) The Proxy must cast the votes in accordance with my / our following instruction:
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote

- Agenda _____: Election of Directors (continued).**
 - Name of Director _____
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote
 - Name of Director _____
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote
 - Name of Director _____
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote
 - Name of Director _____
 - Approve _____ vote Disapprove _____ vote Abstain _____ vote