

SUSTAIN & GROW

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Annual General Meeting of Shareholders for the Year 2020

Thursday 19th November 2020 at 14.00
on 4th Floor Meeting Room A, Thainakarin Hospital Building

Thainakarin Hospital Public Company Limited
NO. 345 Debaratna Road (Bangna-Trad Road) km 3.5, Bangna Nuea, Bangna, Bangkok

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Notes: No souvenirs are given at the Annual General Meeting of Shareholders in order to comply with the guidelines of the supervisory authorities campaigning for the decrease/cancellation of souvenirs to be given at the Annual General Meeting of Shareholders. However, snacks and beverages are still provided to the shareholders or proxies who attend the Meeting (1 set per person).

TNH. 043 / 2020

19th October 2020

- Subject: Invitation to Attend the Annual General Meeting of Shareholders for the Year 2020
- To: Shareholders of Thainakarin Hospital Public Company Limited
- Enclosures:
1. A copy of the Minutes of the Annual General Meeting of Shareholders 2019 held on 21st November 2019
 2. The Company's Annual Report 2020 (in QR Code format)
 3. Profiles of the Directors who retiring by rotation proposed for re-election
 4. Articles of Association of Thainakarin Hospital Public Company Limited regarding meeting of shareholders
 5. List of documents and evidences to be presented prior to attending the meeting, procedures for proxy appointment, registration and vote casting
 6. Profiles of the Audit Committee members that shareholders may appoint as the proxy
 7. Guideline for attending the 2020 Annual General Meeting of Shareholders Regarding the outbreak of Coronavirus disease 2019 (COVID-19)
 8. Map to Thainakarin Hospital Public Company Limited
 9. Proxy forms A, B and C (Custodian) according to the notification of the Department of Business Development

The Board of Directors of Thainakarin Hospital Public Company Limited has resolved to convene the Annual General Meeting of Shareholders for the year 2020 on Thursday 19th November 2020 at 14.00 hours at Meeting Room A, 4th Floor, Thainakarin Hospital Building, No. 345, Debaratna (Bangna-Trad) Road km. 3.5, Bangna Nuea, Bangna, Bangkok, to consider the following agenda items:

Agenda 1 General update by The President

Agenda 2 To approve of the minutes of the Annual General Meeting of Shareholders 2019 which was held on 21st November 2019

Objective and Rationale: The Company prepared the minutes of the Annual General Meeting of Shareholders 2019 held on 21st November 2019, a copy of which has been submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the period prescribed by laws and also published via corporate website. The Company has also enclosed a copy of said minutes with this invitation notice, as per Enclosure (1).

The Board's Opinion The Board of Directors considered that the said minutes is accurate, and deemed it appropriate to propose that the Meeting approve the minutes of the Annual General Meeting of Shareholders 2019 held on 21st November 2019, a copy of which has been submitted to the shareholders together with the invitation notice.

Agenda 3 To consider and acknowledge the Annual Report 2020 of the Company

Objective and Rationale: To report operating performance and major information of the Company as appeared in the Annual Report 2020, which has been submitted to the shareholders (in QR Code format) together with this invitation notice, as per Enclosure (2).

The Board's Opinion The Board of Directors considered that the Annual Report 2020 should be proposed to the Meeting for acknowledgement.

Agenda 4 To consider and approve the Auditor's Report and the Financial Statements for the year ended 31st July 2020 which has been audited by EY Office Limited

Objective and Rationale: To comply with governing laws, the Company must prepare the financial statements as of the end of corporate accounting period, and arrange for auditing by certified public accountant(s) before proposing the financial statements to the Annual General Meeting of Shareholders for approval.

The Board's Opinion The Board of Directors considered and deemed it appropriate to propose to the Meeting for consideration and approval of the financial statements for the year ended 31st July 2020, which have been prepared by the Company and audited by the Audit Committee and the auditors of EY Office Limited according to relevant laws. Details are as shown in the Annual Report 2020, as per Enclosure (2).

(Unit: Million Baht)

	2020	2019	2018
Total assets	2,244.84	2,126.99	1,877.30
Total liabilities	314.13	349.10	308.74
Total shareholders' equity	1,930.71	1,777.89	1,568.56
Paid-up capital	180.00	180.00	180.00
Total revenues	2,037.47	2,185.07	2,164.27
Net profit	256.33	317.53	356.06
Earnings per share (baht/share)	1.42	1.76	1.98

Agenda 5 To consider and approve the allocation profit for the year from 1st August 2019 to 31st July 2020 and dividend payment

Objective and Rationale: The Company has a policy to pay dividend at the rate of not less than 60% of the net profit after deduction of corporate income tax. Nevertheless, the Company may make dividend payment at a rate lower than the rate specified if it needs to use the net profit for business expansion.

According to 2020 operations, the Company has a net profit for the year 2020 of 256,334,756 baht (Baht Two Hundred Fifty-six Million Three Hundred Thirty-four Thousand Seven Hundred and Fifty-six Only).

Comparative data on dividend payment of the preceding years are as follows:

Operating Results and Dividend Payment	2020	2019	2018
Net profit (baht)	317,525,378.00	356,061,884.00	290,589,644.00
Number of shares (share)	180,000,000	180,000,000	180,000,000
Annual dividend (baht/share)	0.55	0.60	0.60
Dividend payout ratio (%)	31.18	30.33	37.17

The Board's Opinion The Board of Directors considered that the Company had a net profit for the year ended 31st July 2020 of 256,334,756 baht (Baht Two Hundred Fifty-six Million Three Hundred Thirty-four Thousand Seven Hundred and Fifty-six Only), and proposed that the Meeting consider and approve the dividend payment for the operating results from 1st August 2019 to 31st July 2020 at the rate of 0.45 baht per share, equal to 81,000,000 baht (Baht Eighty One Million Only) or the dividend payout ratio of 31.60%. Such dividends will be payable to the shareholders whose names are listed on the record date of 30th November 2020 and dividend payment will be made on 16th December 2020. However, the entitlement to dividend is subject to the approval of the Meeting.

Agenda 6 To consider the re-election of Directors replacing Directors who retired by rotation and amend authority of The Directors (if any) as follows:

Objective and Rationale: According to Section 71 of the Public Limited Companies Act B.E.2535 and Article 18 of the Company's Articles of Association, one-third of the Company's directors shall retire from office and those retiring by rotation may be re-elected. Presently, there are 4 directors from the present total 14 directors* who are due to retire by rotation, namely:

- | | | |
|-------------------------------------|--------------------|--|
| 1. Mr. Thiti | Sihanatkathakul | Director |
| 2. Dr. Arkom | Cheirsilpa | Director |
| 3. Associate Professor Dr. Panya | Issarawornrawanich | Director, Independent Director and Member of the Audit Committee |
| 4. Associate Professor Dr. Chertsak | Dhiraputra | Director, Independent Director and Member of the Audit Committee |

Note: A Director is in the process of recruitment to replace the one who resigned before maturity by agenda.

The Board's Opinion The Board of Directors, excluding directors having interest therein, considered that all the retiring directors are qualified persons with proven work record of transparency, competency, expertise and work experience from a wide spectrum of professions. Thus, it is deemed appropriate to propose that the Meeting consider and re-elect all the directors retiring by rotation to continue their office for another term, namely:

- | | | |
|-------------------------------------|--------------------|--|
| 1. Mr. Thiti | Sihanatkathakul | Director |
| 2. Dr. Arkom | Cheirsilpa | Director |
| 3. Associate Professor Dr. Panya | Issarawornrawanich | Director, Independent Director and Member of the Audit Committee |
| 4. Associate Professor Dr. Chertsak | Dhiraputra | Director, Independent Director and Member of the Audit Committee |

The directors in 3rd and 4th order shall be independent directors and the Audit Committee members as well. In this regard, they possess qualifications pursuant to the definitions and requirements under the notifications of the Capital Market Supervisory Board and the Stock Exchange of Thailand. (Profiles of the Directors retiring by rotation are as per Enclosure (3).)

Agenda 7 To consider and determine remunerations of the Company's Directors and Audit Committee members

Objective and Rationale: To comply with Section 90 of the Public Limited Companies Act B.E. 2535, stipulating that payment of directors' remuneration must be in accordance with the resolution of the meeting of shareholders. The Company thus determined directors' remuneration, which has already been approved by the Board of Directors based on various suitability criteria along with economic conditions and organizational growth.

The Board's Opinion The Board of Director scrutinized such remuneration, taking account of various suitability criteria, economic conditions and continual growth of the Company, and deemed it appropriate to propose that the Meeting consider and determine remunerations of the Company's director and Audit Committee members for the year 2021 at the same rate as that of the year 2020. Details are as follows:

Position	Attendance fees (baht/meeting)
Board of Directors	
Chairman of the Board of Directors	18,000
Directors	14,000
Audit Committee	
Chairman of the Audit Committee	18,000
Audit Committee	14,000

Medical care allowance for the Company's director, Audit Committee members and their families shall amount to not more than 800,000 baht per person (the same rate as that of 2020).

Agenda 8 To consider and approve appointment of auditors, and to determine auditors' fee for the accounting period from 1st August 2020 to 31st July 2021

Objective and Rationale: To comply with Section 120 of the Public Limited Companies Act B.E. 2535, stipulating that the Annual General Meeting of Shareholders shall appoint auditors and determine audit fee of the Company every year, where the same auditors may be re-appointed. The Audit Committee considered and selected EY Office Limited to be the Company's audit firm for the year 2021 for reasons of EY Office Limited's high standard of work, auditing knowledge and proficiency, reasonable audit fees commensurate with the workload, and ability to deliver good performance.

Comparative data on audit fees are as follows:

(Unit : Baht)

Auditors' Remuneration	2021	2020
Quarterly review fees, 3 quarters	375,000	390,000
Annual audit fees	795,000	830,000
Total	1,170,000	1,220,000

The auditors and details are as follows:

Name of Auditor	CPA Registration Number	Number of Years Signing as the Company's Auditor
Mrs. Sarinda Hirunprasurtwutti	4799	Never signed the Company's financial statements
Ms. Siriwan Nitdamrong	5906	Never signed the Company's financial statements
Mr. Samran Taengcham	8021	Never signed the Company's financial statements

The 3 auditors have audit independence and have no relationship or conflict of interest with the Company/ major shareholders/ directors/ executives of the Company. Accordingly, these auditors are adequately independent to perform audit work and provide professional comments.

The Board's Opinion The Board of Directors considered and deemed it appropriate to propose to the Meeting for appointment of Mrs. Sarinda Hirunprasurtwutti, CPA No. 4799, or Ms. Siriwan Nitdamrong, CPA No. 5906, or Mr. Samran Taengcham, CPA No. 8021 of EY Office Limited as the Company's auditors for the year 2021 for the accounting period from 1st August 2020 to 31st July 2021. The fee for quarterly financial statement review for 1st- 3rd quarters shall be determined at 125,000 baht per quarter, and the fee for annual financial statement audit at

795,000 baht, amounting to the total auditors' remuneration of 1,170,000 baht. Other expenses incurred in the course of auditing shall be based on actual cost, but not exceeding 30,000 baht (the same rate as 2020). Such fees and expenses have been appropriately scrutinized by the Audit Committee

Agenda 9 To report on the progress of Thainakarin Hospital 2 Project

Objective and Rationale: To report on the progress of Thainakarin Hospital 2 Project to the Meeting for acknowledgement.

The Board's Opinion The Board of Directors' Meeting on 11st September 2020 resolved that the status of Thainakarin Hospital 2 Project should be reported to the Meeting for acknowledgement.

Agenda 10 To consider other matter (if any)

The Company has set the date for the Annual General Meeting of Shareholders on 19th November 2020, and would like to invite all shareholders to attend the meeting on the abovementioned date, time and place. The registration for meeting attendance shall commence from 12.00 hours.

In case a shareholder is unable to attend the meeting or wishes to appoint another person to attend and vote on his/her behalf, please fill in and sign the Proxy Form A, Form B or Form C (exclusively for a shareholders being a foreign investor and appointing a custodian in Thailand to deposit and safekeep the shares) as per Enclosure (9), which can be downloaded from the Company's website www.thainakarin.co.th. Furthermore, the shareholder can appoint the Company's Audit Committee members, i.e. Mr. Kraisa Kadkum or Assoc. Prof. Panya Issarawornrawanich, Ph.D., details as per Enclosure (6), as his/her proxy. Please mail the signed Proxy Form affixed with a Duty Stamp, together with evidencing documents as per Enclosures (5) and (9) to the Company at least 5 days prior to the meeting date, for the Company to proceed accordingly.

The Company has prepared the Annual Report 2020 in a QR Code format, enclosed herewith as per Enclosure (2). Should a shareholder require the Annual Report in printed format, please contact the Office of Administrative Director, Thainakarin Hospital, No. 345, Debaratna (Bangna-Trad) Road km. 3.5, Bangna Nuea, Bangna, Bangkok 10260 from 9th November 2020 onwards. (Office Hours: Monday-Friday, 8.30 - 17.30 hours)

Yours sincerely,

Thainakarin Hospital Public Company Limited



(Charoen Meensook, M.D.)

Chairman of the Board

Notes: The Company would appreciate your kind confirmation of attendance at least 5 days prior to the meeting date for proper preparation. Should you have any queries, please contact Mrs. Daranee Dhubkaen, the Office of Administrative Director, Telephone 0 2361 2727, 0 2361 2828, 0 2340 6499 0 2340 3488, Facsimile 0 2340 6431, or E-mail: mdoffice@thainakarin.co.th.

Enclosure 1

Minutes of the 2019 Annual General Meeting of Shareholders of Thainakarin Hospital Public Company Limited

Time and place

The Annual General Meeting 2019 held on Thursday, 21st November 2019; at 14.00 hours on 4th Floor Meeting Room A, Thainakarin Hospital Building, No. 345, Debaratna Road, km 3.5 Bangna Nuea, Bangna, Bangkok, with the attendees as follows:

Name of directors who attended the meeting

1. Dr. Charoen	Meensook	Director
2. Mr. Sumeth	Jenjesda	Director
3. Mr. Prapat	Suthawate	Director
4. Dr. Arkom	Cheirsilpa	Director
5. Mr. Thiti	Sihanatkathakul	Director
6. Mr. Pitipat	Sihanatkathakul	Director
7. Mr. Norathep	Sihanartkatakul	Director
8. Asst. Prof. Dr. Panya	Issarawornrawanich	Director, Independent Director and Member of the Audit Committee
9. Mr. Chailerg	Viriyarattanaporn	Director, Independent Director and Member of the Audit Committee

Name of directors who did not attend the meeting

1. Mr. Jatuporn	Sihanatkathakul	Chairman of the Board
2. Prof. Dr. Deja	Tanphaichitra	Director
3. Mr. Kraidak	Kadkum	Director, Independent Director and Chairman of the Audit Committee
4. Dr. Pridi	Hetrakul	Director, Independent Director and Member of the Audit Committee
5. Asso. Prof. Dr. Chertsak	Dhiraputra	Director, Independent Director and Member of the Audit Committee

Name of executives who attended the meeting

1. Hon. Clinical Prof. Chaiporn	Bhadrakom	Medical Director and Operation Director
2. Ms. Malee	Boonleechai	Senior Deputy Administrative Director - Corporate Support and Deputy Administrative Director - Business Development
3. Mrs. Nampetch	Saraggananda	Deputy Medical Director - Nursing
4. Mrs. Daranee	Dhubkaen	Deputy Administrative Director - Finance and Accounting and Company Secretary

Name of the auditors who attended the meeting

1. Mr. Samran	Taengcham	Auditor, EY Office Limited
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The Meeting commenced at 14.00 hours.

Mr. Bundit Pratumta, designated as the moderator, informed the Meeting that there were 74 shareholders holding a total of 5,408,867 shares present in person, and 36 shareholders holding a total of 114,713,688 shares present by proxy. In total, there were 110 shareholders, representing 120,122,555 shares or equivalent to 66.7348% of the total 180,000,000 shares sold, which constituted a quorum in accordance with the laws and the Company's Articles of Association. The meeting could thus commence.

Mr. Bundit introduced the Company's directors, executives and invitees. There were 4 directors, namely Mr. Jatuporn Sihanatkathakul, Prof. Dr. Deja Tanphaichitra, Dr. Pridi Hetrakul, and Assoc. Prof. Dr. Chertsak Dhiraputra, unable to attend the meeting due to illness. There were one director, namely Mr. Kraisak Kadkum unable to attend the meeting due to personal leave, Mr. Bundit explained about the laws as well as the Company's Articles of Association and criteria relating to the general meeting of shareholders, as per the following details

1.	Quorum of shareholders	The meeting shall commence only when there were not less than 25 shareholders and proxies or not less than one-half of the total shareholders present at the meeting, and must represent an aggregate of not less than one-third of the total shares sold.
2.	Procedures for conducting the meeting in accordance with the agenda	The meeting must be conducted according to the sequence of agenda specified in the meeting notice, unless the Meeting had resolved to change the sequence by the votes of not less than two-thirds of the shareholders and proxies present at the meeting.
3.	Meeting agenda other than those specified in the meeting notice	When the Meeting had considered all the agenda items specified in the meeting notice, the shareholders and proxies holding an aggregate of not less than one-third of the total shares sold had the right to request the Meeting to consider any matters other than those specified in the meeting notice, where one share was counted as one vote.
4.	Vote counting	Shareholders had the number of votes equal to the number of shares held.
5.	Voting method	Voting shall be conducted openly with ballot paper. A secret ballot could be done upon a request of not less than 5 shareholders and an approval of the Meeting by the majority vote of the shareholders and proxies present at the meeting, where one share was counted as one vote. The Chairman of the meeting shall specify the method for secret voting, which, at this meeting, was to be done by anonymous ballot paper.
6.	Meeting resolution	Resolution was passed by the majority vote of the shareholders and proxies present at the meeting and entitled to vote. The number of votes was equal to the number of shares held, and one share was counted as one vote. In case of a tie vote, the Chairman of the meeting shall exercise a casting vote.

7.	Meeting resolution regarding director election	In voting on director election agenda, the shareholders and proxies present at the meeting might exercise all their votes to elect one or several persons as director(s), but could not split their votes to any person in any number.
8.	Meeting resolution regarding payment of director remunerations	Resolution was passed by the votes of not less than two-thirds of the total votes of the shareholders and proxies present at the meeting and entitled to vote.
9.	In case shareholders has a special interest in the matter considered	If any shareholders and proxies had a special interest in a matter, such shareholders and proxies shall have no right to vote on that matter.

For the year 2019, the Company used the registration and vote casting system together with ballot paper format, developed by OJ international Co., Ltd., in conducting this meeting. To correctly cast their votes on the ballot paper, the shareholders or proxies must put a cross (X) or a check (✓) mark in only one box they wished to vote, i.e. approval, disapproval or abstention, and sign the ballot paper. In case of a wrong vote by mistake, the shareholders or proxies could cross out the wrong vote, sign over it, and then put a cross (X) or a check (✓) mark in the intended box. The ballot paper would then be regarded as valid. In case any shareholders or proxies did not submit a ballot paper on an agenda item, they would be assumed to have cast an approval vote for it. (On screen: Examples of valid and invalid ballot papers)

Criteria for approval resolutions in particular agenda items were as follows:

1. Agendas 1, 3 and 9 For acknowledgement only.
2. Agendas 2, 4, 5, 6 and 8 Approval resolution must be passed by the majority vote of the shareholders and proxies present at the meeting and entitled to vote.
3. Agenda 7 Approval resolution must be passed by the votes of not less than two-thirds of the total votes of the shareholders and proxies present at the meeting and entitled to vote.

To demonstrate transparency and good corporate governance, the Company invited 1 shareholder from the floor to witness the vote counting. Mrs. Sirislip Chiasuwan, shareholder who volunteered to witness the vote counting.

The Company informed the shareholders that the invitation to and notification of the meeting had been conducted by 3 means as follows:

1. Delivery of the meeting notice by mail;
2. Publication on newspaper;
3. Publication on the Company's website.

After the explanation, Mr. Bundit informed that Dr. Charoen Meensook was assigned by Chairman of the Board to act as the Chairman of Meeting of Shareholders 2019 and started proceeding the agenda items according to the sequence.

Agenda 1 General update by The President

Dr. Charoen Meensook, as Director, Chief Medical Officer and a shareholder attending the meeting in person, introduced himself to the meeting and informed that since the Chairman of the Board could not attend the meeting today, he was assigned by the Chairman to act as the Chairman of the Annual General Meeting of Shareholders 2019.

After the notification by Dr. Charoen, there was no further question. The Meeting was requested to consider the next agenda item.

Mr. Bundit informed the Meeting that Agenda 1 was for acknowledgement and thus required no vote casting

Resolution: The Meeting considered and acknowledged the matters as notified.

Agenda 2 To consider and approve the minutes of the Annual General Meeting of Shareholders 2018 held on 15th November 2018

The Chairman requested the Meeting to approve the minutes of the Annual General Meeting of Shareholders 2018 held on 15th November 2018 as per a copy of the minutes submitted to the shareholders together with the meeting notice.

After the clarification by the Chairman, there was no further question. The Meeting was then requested to pass a resolution.

Mr. Bundit described the criteria for vote casting on Agenda 2 that it must be approved by the majority vote of the shareholders and proxies present at the meeting and entitled to vote.

Resolution: The Meeting considered and resolved to approve the minutes of the Annual General Meeting of Shareholders 2018 held on 15th November 2018, as follows:

	Vote		%
Approved	120,144,993	Votes	99.9967
Disapproved	0	Votes	0.0000
Abstained	4,000	Votes	0.0033
Invalid ballot	0	Votes	0.0000

Agenda 3 To consider and acknowledge the Annual Report 2019 of the Company

The Chairman proposed that the Meeting consider the Company's Annual Report 2019 in a QR code as per Attachment (2) which had been submitted to the shareholders together with the meeting notice. At today's meeting, the Annual Report in a printed format was also distributed. In addition, the Board of Directors had considered the Report as accurate. The consideration of the Meeting was then requested.

Mr. Sathaporn Pungnirun, a shareholder attending the meeting in person, inquired in the annual report on page 93 regarding the summary of the Company's financial information on the topic of significant financial ratios, item 2.2 average product sales period. It can be seen that all 3 years have only 7 days to sell the product, so it can be considered that the Company's drugs and medical supplies take only 7 days in the warehouse. It shows that the Company's drugs are relatively new, and there are no outstanding drugs. Therefore, it was considered a good matter and would like to ask the management team to explain drug and medical supplies management strategies. In item 5.2, the net profit growth ratio (percent) in 2019 was negative 10.82 percent, so he would like to know if it was caused by an excessively high growth in previous years that caused a growth regression or how. As a result, the percentage of net profit growth was lower compared to the previous year.

Mrs. Daranee Dhubkaen clarified the time limit for controlling the Company's inventory of drugs and medical supplies, will set a minimum inventory, and will order more if there is an additional demand without any interruption in the service work. Since the dealers are in the Bangkok area, the order and delivery time will be convenient and fast, resulting in the Company's inventory with sufficient quantity to be usable within 7 days.

In terms of the Company's net profit this year, it decreased due to two issues that caused the expenses to increase as follows:

1. The increased expenses from the cost of land and building rental of Thainakarin Hospital increased from the original payment of approximately 140,000 baht per month. Still, in the past year, the rent was paid at a new rate of approximately 1.8 million baht per month.;

2. The provisions of the law have modified the long-term benefits for employees after retirement who worked for 20 years or more, receiving compensation from 300 days to 400 days, resulting in additional expenses in this section of 16 million baht, which is an extra expense that increases from the last year.

Mr. Sathaporn Pungnirun, a shareholder attending the meeting in person, suggested that a footnote of such information should be included in the annual report for readers to better understand the reasons for the increased expenses were due to legal or contractual obligation.

Mr. Terdsak Wangset, a shareholder attending the meeting in person, praised that although Thailand's current economy was not good, but last year the Company still increased revenues despite declining profits due to the problem as reported. According to the quarterly report, revenue in the second quarter and the third quarter decreased compared to the previous year, but the fourth quarter's income increased. So, he would like to know the details of the reduction from the past year. Moreover, according to the annual report, the gross profit margin decreased from the previous year, so he would like to know why the decrease, whether it related to the drug cost. Also, the number of cases in the past year has declined from the previous year, although incomes per person have increased, which has led to the overall number not growing as in the past year.

Mrs. Daranee Dhubkaen clarified that the revenue in the second quarter and the third quarter were lower; the Company analyzed the trend of businesses in the same industry and found that other hospitals also had lower rates due to various diseases. As for the lower gross profit margin, the cost of land and building rental of Thainakarin Hospital was divided into medical costs. Therefore, when the aforementioned rent increases, the gross margin decreases. The decrease in the number of patients will be reduced on the part of inpatients. Since the insurance company currently has an endoscopic examination policy, the patient can have inpatient rehabilitation previously. It has now changed to a form of surgical procedure that can be returned home without inpatient rehabilitation. Moreover, for some diseases, insurance companies do not accept inpatient treatment, thus reducing inpatients. However, the cost of inpatient treatment is still higher due to the increase in surgical treatment.

The Chairman added that this year many hospitals have opened up. Consequently, many contract companies have allowed their employees or policy buyers to try out treatment at new hospitals to reduce company expenses. Therefore, during the second and third quarters, the number of cases has decreased somewhat. But when they went to use other services for a while, patients often came back to use our Company's services as before.

Mr. Terdsak Wangset, a shareholder attending the meeting in person, asked why the Company was not on the list of green hospitals that the Department of Internal Trade has announced.

Mrs. Daranee Dhubkaen clarified that there are three criteria considered to be green, which the Department of Internal Trade requires as follow:

1. The number of drug items of that hospital must have the price lower than the average of more than 50 percent of all items reported by the hospital.;

2. The difference in drug distribution price is higher than the average must not exceed 100%.;

3. During the past 1 year, the hospital has never had any complaints.

From consideration, it was expected that the Company did not fall into the criteria item 2. For the first time, the Department of Internal Trade informed that there would be a total of 214 green hospitals listed in the announcement. But when the announcement has been made, only 164 places are left, which is assumed to be due to reasons that do not meet the criteria in item 2.

Mr. Terdsak Wangset, a shareholder attending the meeting in person, inquired about the impacts and plans of dealing with the Department of Internal Trade's measures that Patients could request a prescription from the Company to purchase their own drugs from the pharmacy.

Mrs. Daranee Dhubkaen stated that, at present, the Department of Internal Trade had established measures. The Company has made preparations specified by the Department of Internal Trade, with the drug's price notified. If the patient wishes to purchase the drug from the pharmacy by him/herself, the Company will issue a prescription to the patient. But so far, there were no patients who expressed their wish to buy their own drugs after the finance department informed them the price.

After there was no further question, the Chairman requested the Meeting to consider and pass a resolution.

Mr. Bundit informed the Meeting that Agenda 3 was for acknowledgement and thus required no vote casting

Resolution: The Meeting considered and acknowledged the Annual Report 2019 of the Company.

Agenda 4 To consider and approve the auditor's report and the financial statements for the year ended 31st July 2019 which has been audited by EY Office Limited

The Chairman assigned Asst. Prof. Dr. Panya Issarawornrawanich, the Audit Committee, to provide the Meeting with explanations regarding the consideration and approval of the auditor's report and the Company's financial statements for the year ended 31st July 2019, which had been audited by the auditors of EY Office Limited.

Asst. Prof. Dr. Panya informed the meeting of the financial statements for the year ended 31st July 2019, in which details of the financial statements, whether it be the category of financial position, income statement, and other details of the Company's financial statements, have been submitted to all shareholders. If the attendees have any questions or suggestions for financial statements or business results, they are welcome to make enquiry.

Mrs. Kanung Maktiranuwat, a shareholder attending the meeting in person, inquired about the past year's audit expenses and this year.

Mrs. Daranee Dhubkaen informed the meeting that the audit fee of 2020 amounted to 1,220,000 baht, the same rate as in 2019.

Subsequently, there was no further question. The Chairman then requested the Meeting to consider and pass a resolution.

Mr. Bundit described the criteria for vote casting on Agenda 4 that it must be approved by the majority vote of the shareholders and proxies present at the meeting and entitled to vote.

Resolution: The Meeting considered and resolved to approve the auditor's report and the Company's financial statements for the year ended 31st July 2019 which had been audited by the auditors of EY Office Limited by the votes as follows:

	Vote		%
Approved	120,538,303	Votes	99.9866
Disapproved	0	Votes	0.0000
Abstained	0	Votes	0.0000
Invalid ballot	16,100	Votes	0.0134

Agenda 5 To consider and approve profit allocation and dividend payment for the year 2019

The Chairman informed the Meeting that the Board of Directors had viewed that the Company's net profit for 2019 as of 31st July 2019 amounted to Baht 317,525,378 (Baht Three Hundred Seventeen Million Five hundred and twenty-five Thousand Three Hundred and Seventy-eight Only) and proposed the Meeting to consider and approve dividend payment for the operating results from 1st August 2018 to 31st July 2019 at the rate of Baht 0.55 (Fifty-five satang) per share, totaling Baht 99,000,000 (Baht Ninety nine Million Only). The dividend payment shall be made to the shareholders whose names were listed on the record date of 28th November 2019. The date of payment was 19th December 2019.

Information on dividend payments from 2014-2019 was presented on screen to the Meeting.

Year	Revenue (M. Baht)	Net Profit (M. Baht)	Dividend/Share (Baht)	Total Dividend Amount (M. Baht)	Dividend Payment Date
2019	2,185.07	317.53	0.55	99	19 th Dec. 2019
2018	2,164.27	356.06	0.60	108	13 rd Dec. 2018
2017	1,989.72	290.59	0.60	108	15 th Dec. 2017
2016	1,915.87	282.04	0.65	117	27 th Dec. 2016
2015	1,716.57	206.94	0.62	111.6	18 th Dec. 2015
2014	1,598.83	179.11	0.60	108	16 th Dec. 2014

Mr. Sathaporn Pungnirun, a shareholder attending the meeting in person, commented that dividends should be paid under the policy outlined in the Company's annual report. In the year 2018, it was suggested that additional investments should be considered as necessary, such as increasing capital, increasing liquidity, or increasing the number of shares. Therefore, the dividend payment should be based on the policy or resolve to amend the dividend payment policy according to the practice every year.

When there was no further question, the Chairman requested the Meeting to consider and pass a resolution.

Mr. Bundit described the criteria for vote casting on Agenda 5 that it must be approved by the majority vote of the shareholders and proxies present at the meeting and entitled to vote.

Resolution: The Meeting considered and resolved to approve dividend payment for the operating results from 1st August 2018 to 31st July 2019 at the rate of Baht 0.55 (Fifty five satang), totaling Baht 99,000,000 (Baht Ninety nine Million Only). The dividend payment shall be made to the shareholders whose names were listed on the record date of 28th November 2019. The date of payment was 19th December 2019.

	Vote		%
Approved	120,437,693	Votes	99.9032
Disapproved	103,600	Votes	0.0859
Abstained	11,310	Votes	0.0094
Invalid ballot	1,800	Votes	0.0015

Agenda 6 To consider the re-election of Directors replacing Directors who retired by rotation and amend the authority of the Directors (if any):

The Chairman informed the Meeting that Section 71 of the Public Limited Companies Act and Article 18 of the Company's Articles of Association stipulated that one-third of the Company's directors shall retire from office and the directors retiring by rotation could be re-elected. Presently, 5 directors from the total 15 directors were due to retire by rotation, namely:

1. Dr. Charoen Meensook Director
2. Mr. Sumeth Jenjesda Director
3. Mr. Pitipat Sihanatkathakul Director
4. Mr. Kraisaak Kadkum Director, Independent Director and Chairman of the Audit Committee
5. Dr. Pridi Hetrakul Director, Independent Director and Member of the Audit Committee

The Board of Directors opined that the retiring directors were qualified persons with knowledge, capability, experience and good performance over the past period. Therefore, it proposed the re-election of all the 5 retiring directors to stay in office for another term, namely:

1. Dr. Charoen Meensook Director
2. Mr. Sumeth Jenjesda Director
3. Mr. Pitipat Sihanatkathakul Director
4. Mr. Kraisaak Kadkum Director, Independent Director and Chairman of the Audit Committee
5. Dr. Pridi Hetrakul Director, Independent Director and Member of the Audit Committee

After the clarification by the Chairman, there was no further question. The Meeting was then requested to consider and pass a resolution.

Mr. Bundit described the criteria for vote casting on Agenda 6 that it must be approved by the majority vote of the shareholders and proxies present at the meeting and entitled to vote.

Resolution: The Meeting considered and resolved to elect directors, as follows:

1. Dr. Charoen Meensook Director			
	Vote		%
Approved	120,001,103	Votes	99.5410
Disapproved	513,300	Votes	0.4258
Abstained	0	Votes	0.0000
Invalid ballot	40,000	Votes	0.0332

2. Mr. Sumeth Jenjesda Director			
	Vote		%
Approved	120,040,303	Votes	99.5736
Disapproved	513,300	Votes	0.4258
Abstained	0	Votes	0.0000
Invalid ballot	800	Votes	0.0007

3. Mr. Pitipat Sihanatkathakul Director				
		Vote		%
Approved		119,827,003	Votes	99.3966
Disapproved		513,300	Votes	0.4258
Abstained		206,100	Votes	0.1710
Invalid ballot		8,000	Votes	0.0066

4. Mr. Kraissak Kadkum Director, Independent Director and Chairman of the Audit Committee				
		Vote		%
Approved		115,401,703	Votes	95.7258
Disapproved		5,144,700	Votes	4.2675
Abstained		0	Votes	0.0000
Invalid ballot		8,000	Votes	0.0066

5. Dr. Pridi Hetrakul Director, Independent Director and Member of the Audit Committee				
		Vote		%
Approved		115,409,703	Votes	95.7325
Disapproved		5,144,700	Votes	4.2675
Abstained		0	Votes	0.0000
Invalid ballot		0	Votes	0.0000

Agenda 7 To consider and determine remunerations of the Company's directors and Audit Committee members

Mr. Bundit presented remunerations of the Company's directors and Audit Committee members in the previous year on screen, and explained that the Board of Directors had scrutinized the remunerations based on various suitability issues. The Board deemed it appropriate to propose that the Meeting consider and determine remunerations of the Company's directors and Audit Committee members for the year 2020 at the rates (the same as 2019) as follows:

Attendance fee for Board of Directors Meeting

- Chairman of the Board Baht 18,000 per meeting
- Director Baht 14,000 per meeting

Attendance fee for Audit Committee Meeting

- Chairman of the Audit Committee Baht 18,000 per meeting
- Audit Committee member Baht 14,000 per meeting

Medical care allowance for the Company's Director, Audit Committee members and their families shall not exceed Baht 800,000 per person (the same as 2019).

Ms. Supaporn Phakasirikul, a proxy from the Volunteer of Shareholders' Rights Protection Club, Thai Investors Association, asked about the remuneration for the meeting to approve, which contained only meeting allowances and medical welfare. It is seen that from the annual report of the year 2019 on page 54, the remuneration of the Executive Directors and other Executives totaled 39.36 million baht, while the meeting allowance of 1,106,000 baht,

which had the amount requested for approval, missing approximately 30 million baht. The annual report stated that the remuneration includes salary, medical expense's fee, and related benefits of the Executive Directors and other Executives, which was proposed to the meeting for acknowledgment, or approval of 39.36 million baht, or to certify the meeting allowance and welfare amount 1,106,000 baht.

Asst. Prof. Dr. Panya Issarawornrawanich stated that from the annual report of the year 2019 on page 113, remuneration for the Executive Directors and other Executives is for their performance in management roles as salaries, wages, and medical expense's fee. The information disclosed by the Company is a related report on the actual performance of the executives and the real medical treatment from doctors, without involvement with the directors' meeting allowances. The annual report on page 54 is the actual remuneration for the Executive Directors and other Executives and the medical expense's fee. The approved part is 1,106,000 and the medical benefits of directors and their families not more than 800,000 baht per year per person.

Ms. Supaporn Phakasirikul, a proxy from the Volunteer of Shareholders' Rights Protection Club, Thai Investors Association, suggested that a separate previous year's meeting allowance should be shown for greater clarity and understanding. In the annual report, the amount of 39.36 million baht should be separated to clarify that it is a different item to seek approval.

Subsequently, there was no further question. The Meeting was then requested to consider and pass a resolution.

Mr. Bundit described the criteria for vote casting on Agenda 7 that it must be approved by the votes of not less than two-thirds of the total votes of the shareholders and proxies present at the meeting and entitled to vote.

Resolution: The Meeting considered and resolved to approve the remunerations of the Company's directors and Audit Committee members for the year 2019 as proposed by the Board of Directors, by the votes as follows

	Vote		%
Approved	85,974,466	Votes	99.9953
Disapproved	37	Votes	0.0000
Abstained	4,000	Votes	0.0047
Invalid ballot	0	Votes	0.0000

Such votes exceeded two-thirds of the total votes of the shareholders and proxies present at the meeting and entitled to vote.

Agenda 8 To consider and approve appointment of auditors, and to determine auditors' fee for the accounting period from 1st August 2019 to 31st July 2020

Mr. Bundit informed the Meeting that the Board of Directors had considered and deemed it appropriate to appoint the certified public accountants of EY Office Limited, namely:

- Ms. Satida Ratananurak CPA No. 4753, or
- Mr. Wichart Lokatekrawee CPA No. 4451, or
- Ms. Siriwan Nitdamrong CPA No. 5906

to be the Company's auditors for the year 2020 for the accounting period from 1st August 2019 to 31st July 2020, with the remunerations of Baht 1,220,000. Said remunerations comprised the financial statement review fee for 1st - 3rd quarters of Baht 130,000 per quarter, the annual financial statement audit fee of Baht 830,000, which same as 2019, and the auditing-related expenses based on actual cost but not exceeding Baht 30,000.

Mrs. Kanung Maktiranuwat, a shareholder attending the meeting in person, proposed reducing the audit fee. Since the hospital's drug price has been reviewed, it is impossible to make a higher charge of the drug price; it is wise to reduce the audit fee.

Mr. Samran from EY Office Limited informed that the auditor company offered the same price this year despite the increasing of new accounting standards, such as the Financial Reporting Standard No. 15, which increased the workload for auditors. However, the auditor did not bid further on this section, and in the next two years, there could be more standards, which are quite difficult standards such as financial instruments and lease matters.

Asst. Prof. Dr. Panya Issarawornrawanich added that from the Company's audit committee working with EY Office Limited as the auditor, in this regard, the EY Office Limited, the Auditor has performed its duties with efficiency and gave strong confidence in the Company's financial statements. The Company has, therefore, considered that this part is the compensation for the actual operation. In terms of the audit fee valuation, the Company will assess the auditor's ethics, which may include the length of the audit and the complexity of the business arising.

Subsequently, there was no further question. The Chairman then requested the Meeting to consider and pass a resolution.

Mr. Bundit described the criteria for vote casting on Agenda 8 that it must be approved by the majority vote of the shareholders and proxies present at the meeting and entitled to vote.

Resolution: The Meeting considered and resolved to appoint:

- Ms. Satida Ratananurak CPA No. 4753, or
- Mr. Wichart Lokatekrawee CPA No. 4451, or
- Ms. Siriwan Nitdamrong CPA No. 5906

to be the Company's auditors for the year 2020 for the accounting period from 1st August 2019 to 31st July 2020, with the remunerations of Baht 1,220,000 and the auditing-related expenses based on actual cost but not exceeding Baht 30,000, by the votes as follows:

	Vote		%
Approved	120,495,193	Votes	99.9466
Disapproved	9,100	Votes	0.0075
Abstained	15,310	Votes	0.0127
Invalid ballot	40,000	Votes	0.0332

Agenda 9 Report of the Construction Project of Thainakarin Hospital 2

The Chairman assigned Mr. Prapat Suthawate to report the progress of the Thainakarin Hospital 2 Project.

Mr. Prapat Suthawate, the Chair of the Working Group on the Thainakarin Hospital 2 Project, reported the progress of the Thainakarin Hospital 2 Project as follows:

Last year, the Annual General Meeting of Shareholders approved the Thainakarin Hospital 2 project with an investment budget of 4,318 million baht, with a four-year construction time frame and was expected to open for operation in 2022. The Working Group has carried out the project procedures and submitted the Environmental Impact Assessment Report or EIA. Later, the Office of Natural Resources and Environmental Policy and Planning issued a letter dated 30th August 2019 informing the EIA report's approval for the Thainakarin Hospital 2 project by the expert committee. The working group has, therefore, prepared to go ahead with the specified steps.

However, from the past to the present day, the working group is aware of the situation that arises, and it is clear that it is not conducive to large-scale investments that take large amounts of money. Four factors cause that situation as follows:

1. Current economic conditions and future trends;
2. The number of competitors has increased in the surrounding area. It currently has at least 3 private hospitals at the same level as Thainakarin Hospital.

3. Some policies of government agencies that affect the operation of the hospital business.;
4. To make full use of the Thainakarin Hospital area to support patient services.

From the aforementioned factors, the working group has considered that if it continues to follow the old guidelines, there may be a high risk of causing problems that may not benefit the Company and the shareholders. However, the Company has not yet canceled any investment plans for this approved project, and it continues to invest in this project. The Company will find ways to act according to the prevailing circumstances and trends to minimize the risk and benefit the Company and its shareholders as much as possible.

In this regard, the working group brought this matter to the Board of Directors meeting on 12nd September 2019 for consideration. The meeting had considered and passed a resolution acknowledging and assigned the working group to study guidelines for implementing the next steps of the project and to present it to the Board of Directors meeting again. The working group will present the guidelines to the Board of Directors meeting in December 2019.

Mr. Sathaporn Pungnirun, a shareholder attending the meeting in person, commented that he agreed on this concern and prudence and proposed the project in a stepwise manner. At the same time, there may be more projects that can be further expanded. The extension could be human resource development or shareholder support in various matters. The use of space is worthwhile and compared with other establishments that have rented space monthly, but take up a few hours of business. Therefore, he asked the Company to determine a guideline that the use of space in the hospital is not only to run a medical service business but should also have a supplementary business. A project to promote personnel, medical personnel, or staff should also be undertaken.

Mrs. Kanung Maktiranuwat, a shareholder attending the meeting in person, inquired whether the Company will have a project to take care of the elderly or not because it can make a good income.

Hon. Clinical Prof. Chaiporn Bhadrakom said that according to Mr. Sathaporn mentioned, the working group has considered the space to be carried out in parts. Currently, there is a problem with users' density at certain times, such as Saturday and Sunday, where a lot of traffic. In some centers or departments with a high number of patients, it may not provide comprehensive services. Therefore, there are plans to optimize the use of the existing living space, such as expanding the fast-growing of the Neurology Center, Heart Center, and Orthopedic Center. This will make it possible to work at full capacity. All of which are in an upcoming plan and have a meeting to discuss.

Mr. Terdsak Wangset, a shareholder attending the meeting in person, agreed with the Board's resolution and agreed that the Board had considered it well. He also inquired whether the project was postponed, how would the expenditure expect to increase, including the use of funds from loans and cash flows? As he saw that if the construction period was extended, it could cost more. Also, according to Hon. Clinical Prof. Chaiporn Phadrakom, during the weekends, the number of people in the service was huge, as seen in the annual report, on the part of outpatients, about 80%. If there is a delay in the project and other than Saturday - Sunday, the number of people using the service increases, the utilization rate may exceed 100%, making the service inconvenient. Therefore, he asked the Company about ways to deal with if there is a slowdown in the project.

Mr. Thiti Sihanatkathakul informed that Thainakarin Hospital will continue to operate the Thainakarin Hospital 2 Project as before, but may need to review and make necessary adjustments according to different conditions. Regarding cash flows or funds invested according to the working group's plans, it will be presented to the Board of Directors for consideration in December, where more details are expected. At this time, we cannot provide details, but we ask all shareholders to have confidence. The working group has figured out a way to maintain revenue and profit margins, even though the future may be uncertain and need to be prepared to handle them. As for anything that is a burden or that requires additional investment, the Company will try to avoid it not to affect the shareholders and the profit margin of the Company.

Mrs. Kanung Maktiranuwat, a shareholder attending the meeting in person, inquired about the number of ophthalmic users and the number of foreigners who use the service.

Hon. Clinical Prof. Chaiporn Bhadrakom informed that patients who come to the ophthalmic center on Monday to Friday average about 60 people per day, and Saturday - Sunday average 90 - 100 people per day, which is not included in LASIK. The LASIK center is now growing from 40 - 50 eyes per month, now about 100 eyes per month, which is the highest LASIK in this area. For the majority of users are Thai. It will have foreigners about 8 to 9 percent of the number of service users, mostly Chinese.

Mrs. Kanung Maktiranuwat, a shareholder attending the meeting in person, proposed to increase the number of foreigners to use the service more like other hospitals.

Hon. Clinical Prof. Chaiporn Bhadrakom added that the hospital currently has an ophthalmic specialist consultant and works on a project to open an excellent ophthalmic center in this area. At the moment, it is in the process of preparing to recruit the doctor to come in to serve.

Ms. Suwannee Chiansirikraivut, a shareholder attending the meeting in person, proposed that if the Thainakarin Hospital 2 project was delayed, the committee should have a number of patients to propose to the meeting. She also asked whether the project is subject to the EIA report's approval again or not, if the project was delayed and rebuilt, including inquiring about the EIA report's validity.

Ms. Malee Boonleechai informed that a new EIA report might be required, and in the past, the EIA report has no age limit. But after the new law was revised, the age of the EIA report was set to be five years.

Ms. Malee Boonleechai added that the Company is still working on the Thainakarin Hospital 2 project. Still, the working group has to study options to find a suitable investment method and has not been able to clarify more information as the Board of Directors meeting have not yet passed the resolution. In principle, still adhering to the original schedule that the project will be launched by 2022. It will be more precise about the investment method, construction, and other information during December 2019. With Mr. Prapat as the chair of the working group, guidelines will be made to propose to the Board of Directors for consideration.

Mr. Bundit informed the Meeting that Agenda 9 was for acknowledgement and thus required no vote casting.

Resolution: The Meeting considered and acknowledged the matters as notified.

Agenda 10 To consider other matter (if any)

Mr. Sathaporn Pungnirun, a shareholder attending the meeting in person, commented that the number of voided ballots in each voting agenda reflects the Company's shareholders' quality. Therefore, he recommended that the officers who collect the ballot should check it first when it is collected. If something is not correct, the officers should notify the shareholders for correction and sign.

From Mr. Sathaporn's previous training to act as the Volunteer of Shareholders' Rights Protection of Thai Investors Association, which deals with governance in resolutions to appoint individual directors. There is another process called the cumulative vote, which is rarely implemented and complicated. For example, one shareholder has 1,000 shares, and one in three directors who have to vacate office by rotation is five persons. In this way, a shareholder will have 5,000 votes, with these 5,000 votes being able to vote for anyone. It was seen that it was one of the voting methods in which the minority shareholders would be able to fight against the major shareholders in the directors' election. The invitation letter to the shareholders' meeting, page 39, Proxy Form B, is prescribed by the Ministry of Commerce and under the Civil and Commercial Code and the Public Limited Act. In Agenda 6, the shareholders can authorize the voting in advance according to their own ideas. The principle is to give shareholders the right to vote, in which the form has the option to appoint all directors. It was of the opinion that if an individual director were elected, it would appear to be a disqualification for all directors to be elected. It was, therefore, suggested that if the next time in the meeting may be informed before that the meeting agreed on the appointment of all five director members, if there were no objections, it would be considered that the resolution of the whole set was passed without having to vote individually. But if one person does not agree to choose the whole set of directors, then there will be an individual vote, which is considered to respect all shareholders' rights.

On page 7 of the invitation letter to the shareholders' meeting, the texts "Ms. Tananya Pipitwanitchakan, designated as the moderator, informed the meeting the number of shareholders attending the meeting ..." In this regard, there is an opinion that the word for the participant at a meeting and the attendee at a meeting has different meanings. A shareholder has the right and privilege to attend the meeting and vote on each agenda. But auditors, legal advisors, journalists, other officers who come to the meeting to observe or make comments can participate in the meeting but have no right to attend the meeting because they are not shareholders. Therefore, it was suggested that the shareholders have the right and privilege to be the attendee at a meeting, vote on each agenda, and have the right to ask questions. Still, if they are the participant at a meeting, they are just the participant at a meeting or observers.

Subject to the Thainakarin Hospital 2 Project, regarding the provision of banquet rooms, the Company may arrange a meeting room with activities in catering, training, seminars, and providing various services that can be made as a supplementary business Company.

Ms. Woranut Viriyachote, a shareholder attending the meeting in person, inquired on two issues: 1. Impact and approach to solving technology disruption problems, 2. Effect of drug price control by the Department of Internal Trade.

Hon. Clinical Prof. Chaiporn Bhadrakom clarified drug prices, the Department of Internal Trade has not taken measures to control drug prices, but the Company clearly has to inform the patient first. As for effect, there may be other costs included in the price of the drug, such as personnel costs, quality work, storage costs, which may need to be separately charged.

In the case of technology disruption, the Company is interested in the artificial intelligence (AI) system, which will bring this system more into use. The Company has determined that there may be only three to four impacts, the greatest impact being on X-ray, using artificial intelligence systems for various transactions, but in the end, artificial intelligence requires doctors to diagnose and look again. Besides artificial intelligence, there is also a matter of importing robots into surgery, but they are quite expensive and only used in some major hospitals.

Mr. Teerapon Weeraphanchai, a shareholder attending the meeting in person, proposed that in December 2019, if there is a resolution from the Board of Directors meeting and any details about the Thainakarin Hospital 2 Project, the Company should notify the Stock Exchange of Thailand (SET) because it is a big investment project.

Mr. Terdsak Wangset, a shareholder attending the meeting in person, stated that from having brought his mother to receive treatment at the Company several times, there were times when they came to see a doctor and had to wait quite a long time to pay. This may be because the system is not quite ready, so improvements should be made in this regard.

Mr. Wichai Kittiwongwattana, a shareholder attending the meeting in person, inquired if the Thainakarin Hospital 2 Project was canceled, and the management informed that the existing area of the Thainakarin Hospital building would be most beneficial. In the implementation of such an approach, whether the Company has prepared the feasibility study report or not.

Mr.Thiti Sihanatkathakul informed that the cancellation of the Thainakarin Hospital 2 Project would not yet happen and will continue to implement the plan; details of that information will be disclosed later.

Subsequently, there was no further question.

The Chairman declared the meeting closed at 16.30 hours.



(Charoen Meensook, M.D.)
Chairman of the Meeting

Mrs. Daranee Dhubkaen
Ms. Budsara Vikyanont

Company Secretary
Minutes Taker

Enclosure 2

The Company's Annual Report 2020 (in QR Code format)

Enclosure 3

Profiles of the Directors who retiring by rotation proposed for re-election



Mr. Thiti Sihanatkathakul

Director and Chief Executive Officer Age 45 Years
Appointment of Board of Directors 20 November 2008
The number of years being a Director 12 Years

Education

- BBA, Banking and Finance, Chulalongkorn Business School, Chulalongkorn University
- M.Sc. Analysis, Design and Management of Information Systems, The London School of Economics and Political Science, United Kingdom
- MBA, Huron University, United Kingdom

Training

- N/A

Work Experience

- Apr.2020-Present • Chief Executive Officer,
Thainakarin Hospital Public Company Limited
- 2008 - Present • Director,
Thainakarin Hospital Public Company Limited
- 2010 - Present • Director,
Corner Décor Company Limited
- 2010 - Present • Director,
Komars Management Company Limited
- 2010 - Present • Director,
Kumpoo Thailand Company Limited
- 2003 - Present • Assistant Managing Director and Director,
The Landmark Group (Bangkok)
- 2001 - 2002 • Acting Director of Human Resources
Department, The Landmark Bangkok
- 1999 - 2000 • Associate Judge,
The Central Labour Court
- 1998 • Marketing Department,
Dhana Siam Finance Public Company Limited
- 1997 • Management Trainee,
Royal Lancaster London, United Kingdom

Current Position in other business

Listed Companies

- N/A

Non-Listed Companies

2010 - Present • Director,

Corner Décor Company Limited

2010 - Present • Director,

Komars Management Company Limited

2010 - Present • Director,

Kumpoo Thailand Company Limited

2003 - Present • Assistant Managing Director and Director,

The Landmark Group (Bangkok)

Shareholding in the Company

Shareholding in the Company: 2,485,000 Shares (Spouse: N/A)

Shareholding in the Company (%): 1.38 (Spouse: N/A)

Family Relationship among Directors and Executives

- Elder brother of Mr. Pitipat Sihanatkathakul and Mr. Tosaporn Sihanatkathakul
- Cousin of Mr. Norathep Sihanatkathakul

Attendance at the Board of Directors' Meeting

4/4

Criteria and Procedures for Director Nomination

The Board of Directors has considered and concluded that Mr. Thiti Sihanatkathakul is fully qualified as a director in accordance with the prescribed laws, and is a proficient person with proven record of transparency, extensive knowledge, competency, expertise and experience from a wide range of professions. It is thus proposed that the Annual General Meeting of Shareholders approve to appoint him as the Company's director.

Arkorn Cheirsilpa, M.D.

Director Age 73 Years

Appointment of Board of Directors 20 November 2008

The number of years being a Director 12 Years



Education

- M.D. (CIM'76 Philippines)
- B.Sc. Mahidol University
- Board of Internal Medicine, The Medical Council of Thailand
- Sub - Speciality Board Certified in Medical Oncology
- Fellowship in Oncology (RPMI, USA and RMH, UK)
- Mini MBA, Chulalongkorn University
- MBA in Health, Chulalongkorn University
- Cert. in Hospital Management, Harvard School of Public Health, USA

Training

- Director Accreditation Program (DAP) 2017, Thai Institute of Directors (IOD)

Work Experience

- 2008 - Present • Director and Director of Holistic Oncology Center, Thainakarin Hospital Public Company Limited.
- 2007 - Present • Honorary Advisor, Thai Society of Clinical Oncology
- 2007 - Present • Medical Consultant, Chulabhorn Hospital, Chulabhorn Research Institute
- 1980 - Present • Cancer Specialist, Food and Drug Administration Department, Ministry of Public Health
- 2007 • Received the World Scientists Forum International Awards in Cancer Research and Clinical Oncology "Eminent Scientist of the Year 2007: Asia" International Research Promotion Council (IRPC), UK
- 2002 - 2007 • Deputy Director, National Cancer Institute

Current Position in other business

Listed Companies

- N/A

Non-Listed Companies

- 2007 - Present • Honorary Advisor, Thai Society of Clinical Oncology
- 2007 - Present • Medical Consultant, Chulabhorn Hospital, Chulabhorn Research Institute
- 1980 - Present • Cancer Specialist, Food and Drug Administration Department, Ministry of Public Health

Shareholding in the Company

Shareholding in the Company: N/A (Spouse: N/A)

Shareholding in the Company (%): N/A (Spouse: N/A)

Family Relationship among Directors and Executives

- N/A

Attendance at the Board of Directors' Meeting

4/4

Criteria and Procedures for Director Nomination

The Board of Directors has considered and concluded that Arkorn Cheirsilpa, M.D. is fully qualified as a director in accordance with the prescribed laws, and is a proficient person with proven record of transparency, extensive knowledge, competency, expertise and experience from a wide range of professions. It is thus proposed that the Annual General Meeting of Shareholders approve to appoint him as the Company's director.



Assoc. Prof. Panya Issarawornrawanich, Ph.D.

Director, Independent Director and Member of the Audit Committee Age 48 Years

Appointment of Board of Directors 27 September 2006

The number of years being a Director 14 Years

Education

- B.Acc. Chulalongkorn Business School, Chulalongkorn University
- Diploma (Auditing), Thammasat Business School, Thammasat University
- M.Acc., Thammasat Business School, Thammasat University
- Ph.D. in Accounting, Chulalongkorn Business School, Chulalongkorn University

Training

- Director Accreditation Program (DAP) 2006, Thai Institute of Directors (IOD)

Work Experience

- 2006 - Present • Director, Independent Director and Member of the Audit Committee, Thainakarin Hospital Public Company Limited
- May. 2020-Present • Lecturer, Associate Professor of Accounting Department, Thammasat Business School, Thammasat University.
- 1997 - Present • Certified Public Accountant, Federation of Accounting Professions
- 2004 - 2020 • Lecturer, Assistant Professor of Accounting Department, Thammasat Business School, Thammasat University
- 2015 - 2016 • Associate Dean for Student Affairs, Thammasat Business School, Thammasat University
- 2013 - 2015 • Assistant Dean for Finance and Planning, Thammasat Business School, Thammasat University

2000 - 2004

- Head of Accounting Department, Faculty of Business Administration, Mahanakorn University of Technology

1995 - 2000

- Senior Audit Assistant, Ernst and Young Office Limited

Current Position in other business

Listed Companies

- N/A

Non-Listed Companies

- May. 2020-Present • Lecturer, Associate Professor of Accounting Department, Thammasat Business School, Thammasat University.

1997 - Present

- Certified Public Accountant, Federation of Accounting Professions

Shareholding in the Company

Shareholding in the Company: N/A (Spouse: N/A)

Shareholding in the Company (%): N/A (Spouse: N/A)

Family Relationship among Directors and Executives

- N/A

Attendance at the Board of Directors' Meeting

4/4

Attendance at the Audit Committee Meeting

5/5

Criteria and Procedures for Director Nomination

The Board of Directors has considered and concluded that Assoc. Prof. Panya Issarawornrawanich, Ph.D. is fully qualified as a director in accordance with the prescribed laws, and is a proficient person with proven record of transparency, extensive knowledge, competency, expertise and experience from a wide range of professions. It is thus proposed that the Annual General Meeting of Shareholders approve to appoint him as the Company's director.

Assoc. Prof. Chertsak Dhiraputra, M.D.

Director, Independent Director and Member of the Audit Committee Age 77 Years

Appointment of Board of Directors 8 June 2006

The number of years being a Director 14 Years



Education

- Doctor of Medicine, Faculty of Medicine Siriraj Hospital, Mahidol University
- M.S.C. Microbiology University of New South Wales, Australia

Training

- N/A

Work Experience

- 2006 - Present • Director, Independent Director and Member of the Audit Committee, Thainakarin Hospital Public Company Limited
- 2014 - Present • Advisor, Faculty of Medicine Siriraj Hospital, Mahidol University
- 2005 - Present • Honorary Advisor, Siriraj Foundation
- 1968 - Present • Lecturer, Faculty of Medicine Siriraj Hospital, Mahidol University
- 1998 - 2000 • Advisor to Hospital Director, Siriraj Hospital
- 1997 - 2004 • Executive Director, Faculty of Medicine Siriraj Hospital, Mahidol University

Current Position in other business

Listed Companies

- N/A

Non-Listed Companies

- 2014 - Present • Advisor, Faculty of Medicine Siriraj Hospital, Mahidol University
- 2005 - Present • Honorary Advisor, Siriraj Foundation
- 1968 - Present • Lecturer, Faculty of Medicine Siriraj Hospital, Mahidol University

Shareholding in the Company

Shareholding in the Company: N/A (Spouse: N/A)

Shareholding in the Company (%): N/A (Spouse: N/A)

Family Relationship among Directors and Executives

- N/A

Attendance at the Board of Directors' Meeting

3/4

Attendance at the Audit Committee Meeting

5/5

Criteria and Procedures for Director Nomination

The Board of Directors has considered and concluded that Assoc. Prof. Chertsak Dhiraputra, M.D. is fully qualified as a director in accordance with the prescribed laws, and is a proficient person with proven record of transparency, extensive knowledge, competency, expertise and experience from a wide range of professions. It is thus proposed that the Annual General Meeting of Shareholders approve to appoint him as the Company's director.

Notes: Selection of a candidate for directorship is not made through the Nomination Committee because the Company has not yet appointed such Committee. However, the Board of Directors has collectively considered the person's appropriate qualifications in numerous aspects, i.e. knowledge, experience and expertise from a variety of professions, including past performance as the Company's director.

Enclosure 4

Articles of Association of Thainakarín Hospital Public Company Limited Regarding Meeting of Shareholders

Chapter 6

Meeting of Shareholders

Article 32. The Board of Directors shall hold the annual ordinary meeting of shareholders within 4 months from the account period of the Company.

Article 33. Other meetings of shareholders in addition to the annual general meeting shall be called extraordinary meeting.

Article 34. An extraordinary meeting of shareholders may convene, whereas

- (a) The Board of Directors may convene an extraordinary meeting of shareholders at any time, or
- (b) Shareholders holding shares amounting to not less than one-fifth of the total number of shares sold, or shareholders amounting to not less than 25 holding shares amounting to not less than one-tenth of the total number of shares sold may subscribe their names and clear reasons to a notice requesting the Board of Directors to convene an extraordinary meeting of shareholders at any time. The Board of Directors must arrange for a meeting of shareholders within 1 month from the date of receipt of the notice.

Article 35. In calling a meeting of shareholders, the Board of Director shall proceed as follows:

- (a) Issue a notice of meeting specifying place, date, time, agenda and the matters to be set forth to the meeting together with reasonable details, by expressly specifying as to the matters to be set forth to the meeting information; approval or consideration, including opinions of the Board of Directors on said matters, and
- (b) Send aforementioned notice to the shareholders for information not less than 7 days before the date of the meeting, and
- (c) Announce the aforementioned notice in a newspaper for 3 consecutive days not less than 3 days before the date of the meeting.

Article 36. In the meeting of shareholders there shall be shareholders and proxies (if any) present at the meeting in a number not less than 25 or not less than one-half of the total number of shareholders holding shares amounting to not less than one-third of the total number of sold shares to constitute a quorum. The shares owned by the Company shall not be counted to constitute a quorum at the meeting of shareholders.

Upon the lapse of 1 hour has passed from the time fixed for the meeting commencement at any meeting of shareholders, number of the shareholders present is insufficient to form a quorum under paragraph one,

- (a) If such meeting is convene because the shareholders have request, the meeting shall be cancelled.
- (b) If such meeting is convene not because the shareholders have request, the Board of Directors shall reconvene and the notice of meeting shall be sent to the shareholders not less than 7 days in advance of the date of the meeting, without the need to announce said notice in a newspaper. In the subsequent meeting no quorum is required.

Article 37. The Chairman of the meeting of shareholders has the duties to conduct the meeting in accordance with the Articles of Association of the Company on meeting and in order of the agenda as arranged in the notice of the meeting, unless the meeting resolves to change order of the agenda with votes not less than two-thirds of the shareholders or proxies (if any) present.

Upon completion of considered under paragraph one, the shareholders or proxies (if any) holding shares amounting to not less than one-third of the total number of sold shares may request the meeting to consider other matters in addition to those specified in the notice of meeting.

In the case where the meeting has not conclude the consideration of matter in order of the agenda under paragraph one or has not concluded the consideration other matters under paragraph two, as the case may be, and it is necessary to adjourn the meeting, the meeting shall fix a place, date and time for the next meeting. The Board of Directors shall send a notice of meeting specifying the place, date, time and agenda of the meeting to the shareholders not less than 7 days in advance of the date of the meeting. Besides, the notice of meeting shall also be announced in a newspaper for 3 consecutive days not less than 3 days in advance of the date of the meeting.

Article 38. Resolutions of the meeting of shareholders shall be supported by votes as following:

- (a) In a normal case, by the majority of votes of the shareholders and proxies (if any) present voting, where one share shall carry one vote. In case of an equality vote, the Chairman of the meeting shall have a casting vote.
- (b) In the case as follows, by votes not less than three-fourths of the total of votes of the shareholders or proxies (if any) who attend the meeting and have the right to vote, where one share shall carry one vote:
 - (1) Sale or transfer of business of the Company in whole or essential part to other persons;
 - (2) Purchase or acceptance of transfer of the business of other companies or private companies by the Company;
 - (3) Entering into, amending or terminating a lease, hire-purchase or leasing of business of the Company in whole or in essential part;
 - (4) Entrusting other persons the management of the Company;
 - (5) Amalgamation business with other persons with the objection to share profit and loss;
 - (6) Amendment, alteration or addition to the Memorandum of Association or Articles of Association of the Company;
 - (7) Increase or decrease of capital;
 - (8) Issuance of debentures under the provisions of Section 145 of the Public Limited Companies Act B.E. 2535;
 - (9) Amalgamate companies under the provisions of Section 146 of the Public Limited Companies Act B.E. 2535; or
 - (10) Dissolution of company under the provisions of Section 154 of the Public Limited Companies Act B.E. 2535;
 - (11) Issuance shares for debt repayment and debt-to-equity plan under the provisions of Section 54/1 of the Public Limited Companies Act (No. 2) B.E. 2544

The shares owned by the Company, the Company no right to vote and disregarded in the computation to constitute a resolution of the meeting of shareholders.

Article 39. A secret ballot at a meeting of shareholders may be conducted upon a request of not less than 5 shareholders, provided that the meeting of shareholders approves as such by the majority vote of the shareholders and proxies (if any) present at the meeting and have the right to vote, where one share shall carry one vote.

Article 40. Businesses to be transacted at an annual ordinary meeting as follows:

- (a) To consider and acknowledge the annual report of the Board of Directors proposed to the meeting in relation to business operations during the previous year;
- (b) To consider and approve the balance-sheet and the profit and loss account;
- (c) To consider and elect director in replacement of those retiring by rotation, and to determination remuneration for directors;
- (d) To consider and appointment of an auditor, and to determine of an audit fees;
- (e) To consider other businesses.

Enclosure 5

List of Documents and Evidences to be Presented Prior to Attending the Meeting Procedures for Proxy Appointment, Registration and Vote Casting

Thainakarin Hospital Public Company Limited would like to inform the shareholders about the documents and evidences to be presented prior to attending the meeting, as well as procedures for proxy appointment for the right to attend the meeting and the right to vote, as follows:

Document to be Presented Prior to Attending the Meeting

1. In case the shareholder is a natural person

1.1 In case the shareholder attends the meeting in person

On the date of the meeting, documents to be presented to the registration officer are:

- 1.1.1 Identification card, or government/state enterprise identification card, or driving license, or passport, or alien certificate of identity (as the case may be), with more than 1 month to expiry;
- 1.1.2 In case the name-surname of the shareholder is changed and thus differs from the information on the Record Date, a certified true and correct copy of name-surname change certificate must also be presented.

1.2 In case the shareholder appoints a proxy

On the date of the meeting, documents to be presented to the registration officer are:

- 1.2.1 A proxy form which is attached to the notice of the meeting (either Form A or Form B), correctly and completely filled in and signed by "the proxy grantor and the proxy," and affixed with a 20-baht duty stamp;
- 1.2.2 A copy of identification document(s) of the shareholder (proxy grantor) issued by a government agency as specified in item 1.1.1 and item 1.1.2 (if any), certified as true and correct by the proxy grantor;
- 1.2.3 A copy of identification document(s) of the proxy issued by a government agency as specified in item 1.1.1. In case the name-surname of the proxy is changed and thus differs from the information in the proxy form, a certified true and correct copy of name-surname change certificate must also be presented.

2. In case the shareholder is a juristic person

2.1 In case the authorized director attends the meeting in person

On the date of the meeting, documents to be presented to the registration officer are:

- 2.1.1 Identification card, or government/state enterprise identification card, or driving license, or passport, or alien certificate of identity (as the case may be), with more than 1 month to expiry;
- 2.1.2 A copy of affidavit of the shareholder issued by the Department of Business Development, Ministry of Commerce, no longer than 2 months from the issue date, certified as true and correct by the authorized director(s) of the juristic person and affixed with the seal (if any);
- 2.1.3 In case the name-surname of the authorized director is changed and thus differs from the information in the affidavit of the shareholder, a certificate true and correct copy of name-surname change certificate must also be presented

2.2 In case the juristic person appoints a proxy

On the date of the meeting, documents to be presented to the registration officer are:

- 2.2.1 A proxy form which is attached to the notice of the meeting (either Form A or Form B), correctly and completely filled in and signed by “the authorized director(s) as specified in the juristic person certificate with the seal (if any) affixed (the proxy grantor) and the proxy,” and affixed with a 20-baht duty stamp;
- 2.2.2 A copy of an affidavit of the shareholder issued by the Department of Business Development, Ministry of Commerce, no longer than 2 months from the issue date, certified as true and correct by the authorized director(s) of the juristic person and affixed with the seal (if any);
- 2.2.3 A certified true and correct copy of identification card, or government/state enterprise identification card, or driving license, or passport, or alien certificate of identity (as the case may be), with more than 1 month to expiry, of the juristic person’s authorized director who signed the proxy form;
- 2.2.4 A certified true and correct copy of identification card, or government/state enterprise identification card, or driving license, or passport, or alien certificate of identity (as the case may be), with more than 1 month to expiry, of the proxy;
- 2.2.5 In case the name-surname of the juristic person’s authorized director who signed the proxy form is changed and thus differs from the information in an affidavit of the, a certified true and correct copy of name-surname change certificate must also be presented.
- 2.2.6 In case the name-surname of the proxy is changed and thus differs from the information in the proxy form, a certified true and correct copy of name-surname change certificate must also be presented.

3. In case the shareholder is a foreign investor and appoints a custodian in Thailand as the share depository and safekeeping agent

On the date of the meeting, documents to be presented to the registration officer are:

3.1 Documents and evidences from the custodian

- 3.1.1 A proxy form which is attached to the notice of the meeting (Form C), correctly and completely filled in and signed by “the authorized representative(s) of the custodian as having been registered and the proxy,” and affixed with a 20-baht duty stamp;
- 3.1.2 A letter certifying that the juristic person who signed the proxy form is permitted to operate the custodian business, certified as true and correct by the authorized representative(s) of the custodian as having been registered;
- 3.1.3 A copy of an affidavit of the custodian, no longer than 2 months from the issue date, certified as true and correct by the authorized representative(s) of the custodian as having been registered or by the attorney-in-fact of the custodian who is the proxy grantor;
- 3.1.4 A certified true and correct copy of identification card, or government/state enterprise identification card, or driving license, or passport, or alien certificate of identity (as the case may be), with more than 1 month to expiry, of the authorized representative(s) of the custodian as having been registered, or of the attorney-in-fact of the custodian who is the proxy grantor;
- 3.1.5 A certified true and correct copy of identification card, or government/state enterprise identification card, or driving license, or passport, or alien certificate of identity (as the case may be), with more than 1 month to expiry, of the proxy.

3.2 Documents and evidences from the shareholder

- 3.2.1 In case the foreign investor shareholder is a natural person, document as specified in item 1.2.2 is required;
- 3.2.2 In case the foreign investor shareholder is a juristic person, documents as specified in item 2.2.2, item 2.2.3 and item 2.2.5 (if any) are required;
- 3.2.3 A power of attorney granted by the foreign investor shareholder authorizing the custodian to sign the proxy form on the shareholder's behalf.

In case a document is in foreign language, the shareholder must provide a translation thereof, certified as correct translation by the shareholder or by the authorized director(s) or the representative(s) of the juristic person.

4. In case the shareholder is a foreign national or a juristic person incorporated under foreign law

On the date of the meeting, documents to be presented to the registration officer are:

- 4.1 The requirements under item 1 or item 2 shall apply mutatis mutandis (as the case may be);
- 4.2 A copy of certificate issued by a competent agency of the country where such juristic person is situated, or a document prepared by the juristic person itself specifying the juristic person name, the head office address, and the authorized signatories as well as any conditions or limitations of authority, certified by a notary public no longer than 1 year.

In case a document is in foreign language, the shareholder must provide a translation thereof, certified as correct translation by the shareholder or by the authorized director(s) or the representative(s) of the juristic person.

5. In case the shareholder is deceased

The administrator of the deceased's estate may either attend the meeting in person or appoint a proxy.

On the date of the meeting, documents to be presented to the registration officer are:

- 5.1 The requirements under item 1 shall apply mutatis mutandis (as the case may be);
- 5.2 The court order appointing him/her as the administrator of the deceased's estate, certified true and correct by a court clerk no longer than 6 months prior to the date of the meeting, must be presented and signed by the authorized person(s).

6. In case the shareholder is a minor

The father, mother or legal guardian may attend the meeting in person or appoint a proxy.

On the date of the meeting, documents to be presented to the registration officer are:

- 6.1 The requirements under item 1 shall apply mutatis mutandis (as the case may be);
- 6.2 The court order appointing him/her as the guardian, certified true and correct by a court clerk no longer than 6 months prior to the date of the meeting, must be presented and signed by the authorized person(s).
- 6.3 A copy of house registration document of the minor must be presented.

7. In case the shareholder is an incompetent or quasi-incompetent person

The guardian or curator may attend the meeting in person or appoint a proxy.

On the date of the meeting, documents to be presented to the registration officer are:

- 7.1 The requirements under item 1 shall apply mutatis mutandis (as the case may be);
- 7.2 The court order appointing him/her as the guardian or curator, certified true and correct by a court clerk no longer than 6 months prior to the date of the meeting, must be presented and signed by the authorized person(s).

Notes: In case a Shareholder has no duty stamp, it is available at the registration counter.

Proxy Appointment

In case the shareholders are unable to attend the meeting by themselves, they may appoint "other persons or the Company's Audit Committee member" as their proxies. In this regard, the Company has delivered proxy forms with the formats prescribed by the Department of Business Development, Ministry of Commerce, as follows:

- Proxy Form A: a general and simple proxy form;
- Proxy Form B: a proxy form which clearly specifies items in exact details for voting;
- Proxy Form C: a proxy form which is used exclusively for shareholders who are foreign investors and have appointed a custodian in Thailand as the share depository and safekeeping agent.

Notes: • Proxy forms can be downloaded from the corporate website www.thainakarin.co.th.

- Only one type of proxy form is allowed to be used for proxy appointment.

For the convenience of preparation and seat reservation, it would be appreciated if the shareholders notify the wish to attend the meeting or mail the proxy form to Mrs. Daranee Dhubkaen (Proxy appointment for Meeting of Shareholders), the Office of Administrative Director, with the address indicated in the notice of the meeting, Telephone 0 2361 2727, 0 2361 2828, 0 2340 6499 or 0 2340 6488 ext. 3304-3306, at least 5 days prior to the date of the meeting.

Registration of Attendance

The Company shall commence the registration for meeting attendance from 12.00 hours at the Meeting Room 4th floor, Thainakarin Hospital Building, No. 345, Debaratna (Bangna-Trad) Road km. 3.5, Bangna Nuea, Bangna, Bangkok, as per the attached map of the meeting venue.

Criteria for vote casting and vote counting

- A shareholder shall have the number of votes equal to the number of shares held.
- A shareholder shall cast the votes openly on the ballot paper, by specifying the name, number of shares, voting decision, and placing his/her signature thereon.
- A secret ballot can be conducted only upon a request of not less than 5 shareholders and the majority vote of the meeting. The votes will then be cast, without specifying the name on the ballot paper.
- The resolution of the meeting is passed by the majority vote of the shareholders present at the meeting, where the number of votes equal to the number of shares held. In case of a tie vote, the Chairman of the meeting shall have a casting vote.
- For the agenda on election of directors, a shareholder may exercise all the votes to elect one or several persons as director(s), but cannot split his/her votes to any person in any number.
- In case a shareholder has a special interest in any matter to be considered, he/she shall have no right to vote thereon, except for the voting on election of directors.
- The resolution on remuneration of directors shall be passed by the votes of not less than two-thirds of the votes of the total shareholders present at the meeting.

All the details, criteria and procedures for voting and meeting shall be notified on the date of the meeting as well.

Enclosure 6

Profile of the Audit Committee members that shareholders may appoint as the proxy



Mr. Kraidak Kadkum
 Director, Independent Director and Chairman of the Audit Committee Age 57 Years

Appointment of Board of Directors 11 October 2004

The number of years being a Director 16 Years

Education

- LL.B., Faculty of Law, Ramkhamhaeng University
- Barrister-at-law, Thai Bar Institute
- Diploma in Business Laws, Thammasat University

Training

- Director Accreditation Program (DAP) 2004,
 Thai Institute of Directors (IOD)

Work Experience

- 2005 - Present • Director, Independent Director and
 Chairman of the Audit Committee,
 Thainakarin Hospital Public Company Limited
- 1994 - Present • Lawyer and Executive Director,
 Sahakarn Law Office Company Limited
- 2004 - 2005 • Director, Independent Director and
 Member of the Audit Committee,
 Thainakarin Hospital Public Company Limited

Current Position in other business

Listed Companies

- N/A

Non-Listed Companies

- 1994 - Present • Lawyer and Executive Director,
 Sahakarn Law Office Company Limited

Shareholding in the Company

Shareholding in the Company: N/A (Spouse: N/A)

Shareholding in the Company (%): N/A (Spouse: N/A)

Family Relationship among Directors and Executives

- N/A

Attendance at the Board of Directors' Meeting

4/4

Attendance at the Audit Committee Meeting

5/5

Interests in the Agenda

- Having interest in Agenda 7 regarding determination of remunerations of the Company's directors and Audit Committee member because he will be entitled to receive said remunerations.



Assoc. Prof. Panya Issarawornrawanich, Ph.D.

Director, Independent Director and Member of the Audit Committee Age 48 Years

Appointment of Board of Directors 27 September 2006

The number of years being a Director 14 Years

Education

- B.Acc. Chulalongkorn Business School, Chulalongkorn University
- Diploma (Auditing), Thammasat Business School, Thammasat University
- M.Acc., Thammasat Business School, Thammasat University
- Ph.D. in Accounting, Chulalongkorn Business School, Chulalongkorn University

Training

- Director Accreditation Program (DAP) 2006, Thai Institute of Directors (IOD)

Work Experience

- 2006 - Present • Director, Independent Director and Member of the Audit Committee, Thainakarin Hospital Public Company Limited
- May. 2020-Present • Lecturer, Associate Professor of Accounting Department, Thammasat Business School, Thammasat University.
- 1997 - Present • Certified Public Accountant, Federation of Accounting Professions
- 2004 - 2020 • Lecturer, Assistant Professor of Accounting Department, Thammasat Business School, Thammasat University
- 2015 - 2016 • Associate Dean for Student Affairs, Thammasat Business School, Thammasat University
- 2013 - 2015 • Assistant Dean for Finance and Planning, Thammasat Business School, Thammasat University
- 2000 - 2004 • Head of Accounting Department, Faculty of Business Administration, Mahanakorn University of Technology

1995 - 2000

- Senior Audit Assistant, Ernst and Young Office Limited

Current Position in other business

Listed Companies

- N/A

Non-Listed Companies

- May. 2020-Present • Lecturer, Associate Professor of Accounting Department, Thammasat Business School, Thammasat University.

1997 - Present

- Certified Public Accountant, Federation of Accounting Professions

Shareholding in the Company

Shareholding in the Company: N/A (Spouse: N/A)

Shareholding in the Company (%): N/A (Spouse: N/A)

Family Relationship among Directors and Executives

- N/A

Attendance at the Board of Directors' Meeting

4/4

Attendance at the Audit Committee Meeting

5/5

Interests in the Agenda

- Having interest in Agenda 6 regarding election of new directors in replacement of those retiring by rotation because he is a director due to retire by rotation and has been nominated for re-election as a director for another term.
- Having interest in Agenda 7 regarding determination of remunerations of the Company's directors and Audit Committee member because he will be entitled to receive said remunerations if he is re-elected to continue his office for another term.

Enclosure 7

Guideline for attending the 2020 Annual General Meeting of Shareholders Regarding the outbreak of Coronavirus disease 2019 (COVID-19)

Due to the Coronavirus Disease 2019 (COVID-19), the Company has established the guidelines for attending the 2020 Annual General Meeting for Shareholders as follows:

1. The Company asks the Shareholders for cooperation to give a proxy to the Audit Committee Member instead of attending the meeting in person.

- 1.1 The Company would like to ask for cooperation from the Shareholders to consider appointing a proxy to the Audit Committee Member instead of attending the meeting in person to prevent and reduce the spread of Coronavirus disease 2019 (COVID -19) from the congestion of Shareholders on the meeting day and for their own hygiene.
- 1.2 The Company would like to ask for cooperation from the shareholders who is at risk, such as coming from abroad, traveling from a high-risk areas, close contact with a person with a history of traveling from abroad or come from a high-risk areas less than 14 days before the meeting, to comply with the advice of the Department of Disease Control by refrain from attending the meeting.
- 1.3 The Company would like to ask for cooperation from all Shareholders in complying with the advice of the Department of Disease Control by refrain from attending the meeting, if any Shareholders have these symptoms: fever, coughing, sneezing, sore throat, runny nose, gasping for breath, inability to smell, symptoms associated with the respiratory tract, symptoms with suspected to be or have been diagnosed with a viral infection Coronavirus disease 2019 (COVID-19) or close contact with persons with these symptoms.

In this regard, the Shareholders, according to item 1. can authorize the Audit Committee Member to attend the meeting and vote on his/her behalf according to the meeting invitation letter sent by the Company. The Shareholders must deliver the proxy form and supporting documents to the Company at least 5 days before the meeting date to:

Mrs. Daranee Dhubkaen, Administrative Director Office

Thainakarín Hospital Public Company Limited

No. 345 Debaratna Road (Bangna - Trad Road) km.3.5, Bangna Nuea, Bangna, Bangkok 10260

2. In case the Shareholders or proxies wish to attend the meeting in person, the Company asks for cooperation from all Shareholders and proxies in strictly adhering to the following guidelines:

The Shareholders and proxies are required to comply with laws and measures issued by government agencies strictly. In this regard, by attending the meeting of Shareholders, you may not exempt your liability if you breach the applicable law provisions and accept the risks that may arise from your trip to the meeting.

The Company will open for the Shareholders / proxies to start registration at the meeting place from 12.00 hours onwards, in which Shareholders / proxies must comply with measures to prevent and reduce the spread of Coronavirus disease 2019 (COVID - 19) strictly. It also includes staff recommendations on social distancing measures and setting up a pre-screening system for measuring body temperature before the meeting by Company staff for people with fever or respiratory symptoms.

2.1 All Shareholders / proxies must undergo temperature measurement at the Company's service points, whereby the Company will set the screening point according to the guidelines of the Department of Disease Control, Ministry of Public Health. The Company requires a line to be lined up at the screening point, the document inspection point, the registration point, and so on, with at least 1-meter spacing.

If you have a temperature of 37.5 °C or higher or symptoms of respiratory disorders such as coughing, sneezing, sore throat, runny nose, gasping for breath, inability to smell; or if you are at risk or have risk factors such as you or the person you are in close contact with, coming from abroad, traveling from a high-risk areas, symptoms with suspected to be or have been diagnosed with a viral infection Coronavirus disease 2019 (COVID-19), the Company shall reserve the right not to allow you to attend the meeting or to enter the meeting venue for the overall benefit of all attendees.

2.2 The Company will only allow the Shareholders / proxies to attend the meeting and will not allow any other person accompanying them to enter the meeting room.

2.3 The Company will prepare the seats with appropriate social distancing by maintaining at least 1 meter of physical distance. Therefore, please be seated at the prepare seats and do not move the seats.

2.4 For those who pass the screening and be able to attend the meeting, the Company will ask you to wear a surgical mask at all times during the meeting for the benefit of you and others.

2.5 For Shareholders who are unable to pass the screening. The Company shall ask you to appoint a proxy to the Audit Committee Member attending a meeting and vote instead.

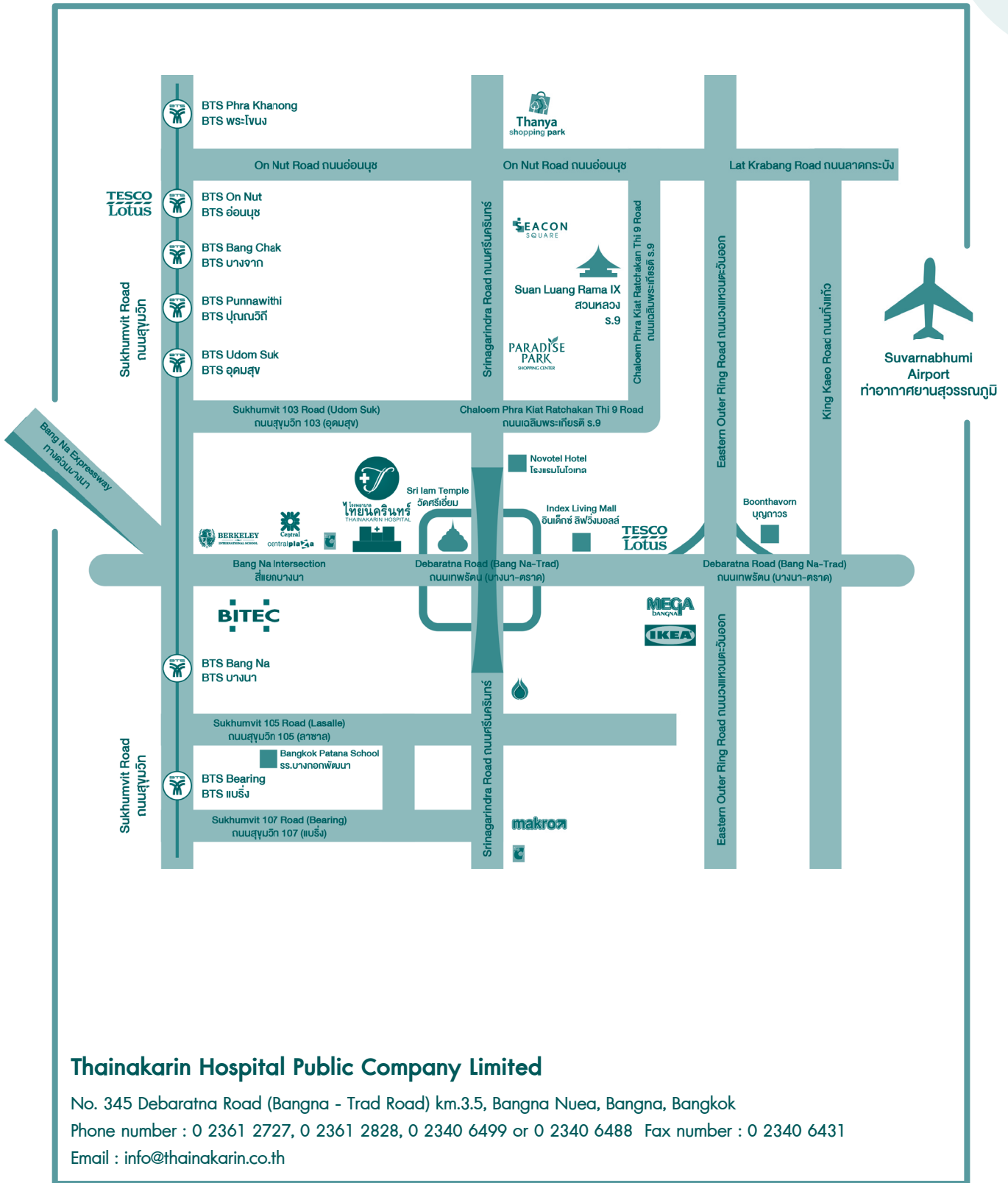
2.6 The Company will clean the meeting venue properly in accordance with the guidelines from the Ministry of Public Health, including providing alcohol hand sanitizer in several spots around the meeting area.

The Company will conduct the meeting concisely and control the time to complete by 16.30 hours not to allow the meeting attendees to stay together for too long.

In this regard, if the situation has changed, or there are additional government regulations regarding the holding of the meeting of Shareholders, the Company will notify the Shareholders of such adjustments through the Company's website. (www.thainakarin.co.th)

Enclosure 8

Map of Thainakarin Hospital Public Company Limited



www.thainakarin.co.th



Enclosure 9

Proxy Form A.

**Ref : Notification of Department of Business Development regarding Proxy Form
 (No. 5) B.E. 2550**

Duty Stamp
 of Baht 20

Written at _____

Date _____ Month _____ Year 2020

(1) I/We _____ Nationality _____
 Residing at _____ Road _____ Sub-district _____
 District _____ Province _____ Postal Code _____

(2) Being a shareholder of Thainakarin Hospital Public Company Limited ("Company")
 Holding a total of _____ shares and having the vote equal to _____ votes as follows:
 Ordinary share _____ shares having the vote equal to _____ votes
 Preference share _____ shares having the vote equal to _____ votes

(3) Hereby appoint (Please choose one option)
 Please make a or mark in the box in front of item 1. and indicate details of the proxy, or
 mark in the box in front of item 2. or 3. to appoint an Audit Committee member as the proxy.

1. Name _____ Age _____ Years, Residing at _____
 Road _____ Sub-district _____ District _____
 Province _____ Postal Code _____ or
 Name _____ Age _____ Years, Residing at _____
 Road _____ Sub-district _____ District _____
 Province _____ Postal Code _____

2. Chairman of the Audit Committee
 Mr. Kraisak Kadkum Age 57 Years or

3. The Audit Committee member
 Assoc. Prof. Panya Issarawornrawanich, Ph.D. Age 48 Years

Detail of the Chairman of Audit Committee and The Audit Committee member is set out in enclosure 6 of Annual General Meeting of Shareholder for the year 2020

Only one of them as my/our proxy to attend and vote on my/our behalf at the 2020 Annual General Meeting of Shareholders on Thursday 19th November 2020 at 14.00 hours, at Meeting Room A, on 4th Floor, Thainakarin Hospital Building, No. 345 Debaratna Road., (Bangna-Trad Road) k.m 3.5, Bangna Nuea, Bangna, Bangkok, or such other date, time and place as the meeting may be adjourned.

Any acts performed by the proxy in this meeting shall be deemed to be the actions performed by myself/ourselves.

Signed _____ Grantor
 (_____)

Signed _____ Proxy
 (_____)

Signed _____ Proxy
 (_____)

Signed _____ Proxy
 (_____)

Remarks Shareholder who appoints a proxy must authorise only one proxy to attend and vote at the meeting, and may not split the number of shares to several proxies to vote separately.



Duty Stamp
 of Baht 20

Proxy Form B.

**Ref : Notification of Department of Business Development regarding Proxy Form
 (No. 5) B.E. 2550**

Written at _____

Date _____ Month _____ Year 2020

- (1) I/We _____ Nationality _____
 Residing at _____ Road _____ Sub-district _____
 District _____ Province _____ Postal Code _____
- (2) Being a shareholder of Thainakarin Hospital Public Company Limited ("Company")
 Holding a total of _____ shares and having the vote equal to _____ votes as follows:
 Ordinary share _____ shares having the vote equal to _____ votes
 Preference share _____ shares having the vote equal to _____ votes
- (3) Hereby appoint (Please choose one option)
 Please make a or mark in the box in front of item 1. and indicate details of the proxy, or
 mark in the box in front of item 2. or 3. to appoint an Audit Committee member as the proxy.

1. Name _____ Age _____ Years, Residing at _____
 Road _____ Sub-district _____ District _____
 Province _____ Postal Code _____ or
 Name _____ Age _____ Years, Residing at _____
 Road _____ Sub-district _____ District _____
 Province _____ Postal Code _____
2. Chairman of the Audit Committee
 Mr. Kraisa Kadmum Age 57 Years or
3. The Audit Committee member
 Assoc. Prof. Panya Issarawornrawanich, Ph.D. Age 48 Years

Detail of the Chairman of Audit Committee and The Audit Committee member is set out in enclosure 6 of Annual General Meeting of Shareholder for the year 2020

Only one of them as my/our proxy to attend and vote on my/our behalf at the 2020 Annual General Meeting of Shareholders on Thursday 19th November 2020 at 14.00 hours, at Meeting Room A, on 4th Floor, Thainakarin Hospital Building, No. 345 Debaratna Road., (Bangna-Trad Road) k.m 3.5, Bangna Nuea, Bangna, Bangkok, or such other date, time and place as the meeting may be adjourned.

- (4) I/We hereby grant my/our proxy to vote at the meeting on my/our behalf as follows:
- Agenda 1 General update by the President
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
 Approve Disapprove Abstain
- Agenda 2 To approve of the Minutes of the Annual General Meeting 2019 which was held since 21st November 2019
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
 Approve Disapprove Abstain



- Agenda 3 To consider and acknowledge the Annual Report 2020 of the Company
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain
- Agenda 4 To consider and approve the Auditor's Report and the Financial Statements for the year ended 31st July 2020 which has been audited by EY Office Limited
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain
- Agenda 5 To consider and approve the allocation profit for the year from 1st August 2019 to 31st July 2020 and dividend payment
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain
- Agenda 6 To consider the re-election of Directors replacing Directors who retired by rotation as follow:
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Elect the entire group of nominated directors
- Approve Disapprove Abstain
- Elect each nominated director individually
- Director's name Mr. Thiti Sihanatkathakul (Director)
- Approve Disapprove Abstain
- Director's name Dr. Arkom Cheirsilpa (Director)
- Approve Disapprove Abstain
- Director's name Associate Professor Dr. Panya Issarawomrawanich
(Director, Independent Director and Member of the Audit Committee)
- Approve Disapprove Abstain
- Director's name Associate Professor Dr. Chertsak Dhiraputra
(Director, Independent Director and Member of the Audit Committee)
- Approve Disapprove Abstain
- Agenda 7 To consider and determine remunerations of the Company's directors and Audit Committee members
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain
- Agenda 8 To consider and approve appointment of auditors, and to determine auditors' fee for the accounting period from 1st August 2020 to 31st July 2021
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain



- Agenda 9 Report of the Construction Project of Thainakarín Hospital 2
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain

- Agenda 10 To consider other matter (if any)
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain

- (5) If the proxy does not vote in accordance with my/our voting intention specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the shareholder.
- (6) In the event that I/we have not specified or have not clearly specified my/our voting intention in any agenda, or in the event that the meeting considers or passes resolutions in any matters other than those specified above, including in the event that there is any amendment or addition of any facts, the proxy shall have the right to consider and vote on my / our behalf as he/she deems appropriate in all respects.

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote in accordance with my/ our voting intention specified herein, shall be deemed to be the actions performed by myself/ourselves.

Signed _____ Grantor

(_____)

Signed _____ Proxy

(_____)

Signed _____ Proxy

(_____)

Signed _____ Proxy

(_____)

- Remarks**
1. Shareholder who appoints a proxy must authorize only one proxy to attend and vote at the meeting, and may not split the number of shares to several proxies to vote separately.
 2. In the agenda regarding election of directors, the entire group of nominated directors, or any individual nominated directors, can be elected.
 3. In the case where there are agenda other than those specified above, additional details may be specified in the Attachment to this proxy Form B.



Attachment to Proxy Form B.

The appointment of proxy by a shareholder of Thainakarin Hospital Public Company Limited (“Company”) for the 2020 Annual General Meeting of Shareholders on Thursday 19th November 2020 at 14.00 hours, at Meeting Room A, on 4th Floor, Thainakarin Hospital Building, No. 345 Debaratna Road., (Bangna-Trad Road) k.m 3.5 Bangna Nuea, Bangna Bangkok, or such other date, time and place as the meeting may be adjourned.

- Agenda _____ Re: _____
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain
- Agenda _____ Re: _____
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain
- Agenda _____ Re: _____
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain
- Agenda _____ Re: _____
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain
- Agenda _____ Re: _____
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain
- Agenda _____ Re: _____
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain



- Agenda _____ Re: _____
- Director's name _____
 Approve Disapprove Abstain
- Director's name _____
 Approve Disapprove Abstain
- Director's name _____
 Approve Disapprove Abstain
- Director's name _____
 Approve Disapprove Abstain
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- Director's name _____
 Approve Disapprove Abstain



Duty Stamp
 of Baht 20

Proxy Form C.

**Ref : Notification of Department of Business Development regarding Proxy Form
 (No. 5) B.E. 2550**

Written at _____

Date _____ Month _____ Year 2020

(1) I/We _____ Nationality _____
 Residing at _____ Road _____ Sub-district _____
 District _____ Province _____ Postal Code _____
 As the custodian of _____

Who is the shareholder of Thainakarin Hospital Public Company Limited ("Company")

Who is the total of _____ shares and having the vote equal to _____ votes as follows:

Ordinary share _____ shares having the vote equal to _____ votes

Preference share _____ shares having the vote equal to _____ votes

(2) Hereby appoint (Please choose one option)

Please make a or mark in the box in front of item 1. and indicate details of the proxy, or

mark in the box in front of item 2. or 3. to appoint an Audit Committee member as the proxy.

1. Name _____ Age _____ Years, Residing at _____
 Road _____ Sub-district _____ District _____
 Province _____ Postal Code _____ or
 Name _____ Age _____ Years, Residing at _____
 Road _____ Sub-district _____ District _____
 Province _____ Postal Code _____

2. Chairman of the Audit Committee

Mr. Kraisak Kadkum Age 57 Years or

3. The Audit Committee member

Assoc. Prof. Panya Issarawornrawanich, Ph.D. Age 48 Years

Detail of the Chairman of Audit Committee and The Audit Committee member is set out in enclosure 6 of Annual General Meeting of Shareholder for the year 2020

Only one of them as my/our proxy to attend and vote on my/our behalf at the 2020 Annual General Meeting of Shareholders on Thursday 19th November 2020 at 14.00 hours, at Meeting Room A, on 4th Floor, Thainakarin Hospital Building, No. 345 Debaratna Road., (Bangna-Trad Road) k.m 3.5, Bangna Nuea, Bangna, Bangkok, or such other date, time and place as the meeting may be adjourned.

(3) I/We hereby grant my/our proxy to attend and vote at the meeting as follows:

Grant my/our proxy in accordance with the total number of shares held and having the right to vote

Grant certain of my/our proxy as follows:

Ordinary share _____ shares and having the right to vote equal to _____ Votes

Preference share _____ shares and having the right to vote equal to _____ Votes

Totalling _____ Votes

(4) I/We hereby grant my/our proxy to vote at the meeting on my/our behalf as follows:

Agenda 1 General update by the President

(a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate

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

Approve _____ votes Disapprove _____ votes Abstain _____ votes



- Agenda 2 To approve of the Minutes of the Annual General Meeting 2019 which was held since 21st November 2019
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve _____ votes Disapprove _____ votes Abstain _____ votes
- Agenda 3 To consider and acknowledge the Annual Report 2020 of the Company
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve _____ votes Disapprove _____ votes Abstain _____ votes
- Agenda 4 To consider and approve the Auditor's Report and the Financial Statements for the year ended 31st July 2020 which has been audited by EY Office Limited
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve _____ votes Disapprove _____ votes Abstain _____ votes
- Agenda 5 To consider and approve the allocation profit for the year from 1st August 2019 to 31st July 2020 and dividend payment
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve _____ votes Disapprove _____ votes Abstain _____ votes
- Agenda 6 To consider the re-election of Directors replacing Directors who retired by rotation as follow:
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Elect the entire group of nominated directors
- Approve _____ votes Disapprove _____ votes Abstain _____ votes
- Elect each nominated director individually
- Director's name Mr. Thiti Sihanatkathakul (Director)
- Approve Disapprove Abstain
- Director's name Dr. Arkom Cheirsilpa (Director)
- Approve Disapprove Abstain
- Director's name Associate Professor Dr. Panya Issarawomrawanich
(Director, Independent Director and Member of the Audit Committee)
- Approve Disapprove Abstain
- Director's name Associate Professor Dr. Chertsak Dhiraputra
(Director, Independent Director and Member of the Audit Committee)
- Approve Disapprove Abstain
- Agenda 7 To consider and determine remunerations of the Company's directors and Audit Committee members
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve _____ votes Disapprove _____ votes Abstain _____ votes
- Agenda 8 To consider and approve appointment of auditors, and to determine auditors' fee for the accounting period from 1st August 2020 to 31st July 2021
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve _____ votes Disapprove _____ votes Abstain _____ votes



- Agenda 9 Report of the Construction Project of Thainakarin Hospital 2
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve _____ votes Disapprove _____ votes Abstain _____ votes
- Agenda 10 To consider other matter (if any)
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve _____ votes Disapprove _____ votes Abstain _____ votes

- (5) If the proxy does not vote in accordance with my/our voting intention specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the shareholder.
- (6) In the event that I/we have not specified or have not clearly specified my/our voting intention in any agenda, or in the event that the meeting considers or passes resolutions in any matters other than those specified above, including in the event that there is any amendment or addition of any facts, the proxy shall have the right to consider and vote on my / our behalf as he/she deems appropriate in all respects.

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote in accordance with my/ our voting intention specified herein, shall be deemed to be the actions performed by myself/ourselves.

Signed _____ Grantor

(_____)

Signed _____ Proxy

(_____)

Signed _____ Proxy

(_____)

Signed _____ Proxy

(_____)

- Remarks**
- This proxy Form C is only for the shareholder who is specified in the register as a foreign investor and has appointed a custodian in Thailand to be the share depository.
 - Documents required to be submitted with this proxy form are:
 - A power of attorney from the shareholder empowering the custodian to sign this proxy form on his/her behalf
 - A document confirming that the person who signs the proxy form is licensed to operate the custodian business
 - Shareholder who appoints a proxy must authorise only one proxy to attend and vote at the meeting, and may not split the number of shares to several proxies to vote separately.
 - In the agenda regarding election of directors, the entire group of nominated directors, or any individual nominated directors, can be elected.
 - In the case where there are agenda other than those specified above, additional details may be specified in the Attachment to this proxy Form C.



Attachment to Proxy Form C.

The appointment of proxy by a shareholder of Thainakarin Hospital Public Company Limited (“Company”) for the 2020 Annual General Meeting of Shareholders on Thursday 19th November 2020 at 14.00 hours, at Meeting Room A, on 4th Floor, Thainakarin Hospital Building, No. 345 Debaratna Road., (Bangna-Trad Road) k.m 3.5, Bangna Nuea, Bangna, Bangkok, or such other date, time and place as the meeting may be adjourned.

- Agenda _____ Re: _____
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve _____ votes Disapprove _____ votes Abstain _____ votes
- Agenda _____ Re: _____
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve _____ votes Disapprove _____ votes Abstain _____ votes
- Agenda _____ Re: _____
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve _____ votes Disapprove _____ votes Abstain _____ votes
- Agenda _____ Re: _____
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve _____ votes Disapprove _____ votes Abstain _____ votes
- Agenda _____ Re: _____
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve _____ votes Disapprove _____ votes Abstain _____ votes
- Agenda _____ Re: _____
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve _____ votes Disapprove _____ votes Abstain _____ votes

Example of Voting (Excluding Agenda on Director Election) (Valid Ballot)

Criteria for Vote Casting by Ballot

1. Make a cross **x** mark or a check **✓** mark in the box to vote.
2. Place a signature.

Agenda: 2

Shareholder name: Mister A

Proxy holder: Miss B

Shares with voting rights:

6,000 Shares

Approve

or

Disapprove

Abstain

**Make either a cross or
a check mark**

Signed _____ Miss B

Place signature

Agenda: 2

Shareholder name: Mister A

Proxy holder: Miss B

Shares with voting rights:

6,000 Shares

Approve

Disapprove

or

Abstain

**Make either a cross or
a check mark**

Signed _____ Miss B

Place signature

Example of Voting (Excluding Agenda on Director Election) (Invalid Ballot)

Agenda 2

Shareholder name: Mister A

Proxy holder: Miss B

Shares with voting rights: 6,000 Shares

Approve

Disapprove

Abstain

No cross mark or check mark is made

Signed _____ Miss B _____

Place signature or no signature

Agenda 2

Shareholder name: Mister A

Proxy holder: Miss B

Shares with voting rights: 6,000 Shares

Approve or

Disapprove or

Abstain or

Make cross marks or check marks in more than 1 box

Signed _____ Miss B _____

Place signature or no signature

Agenda 2

Shareholder name: Mister A

Proxy holder: Miss B

Shares with voting rights: 6,000 Shares

Approve

Disapprove

Abstain

Make any marks other than those specified, for example

Signed _____ Miss B _____

Place signature or no signature

Example of Voting for Director Election (Valid Ballot)

Agenda 6 To consider and re-election of Directors replacing Directors who retired by rotation. It is proposed that 4 candidates be elected as directors, namely:

- | | |
|-------------------------------------|--------------------|
| 1. Mr. Thiti | Sihanatkathakul |
| 2. Dr. Arkom | Cheirsilpa |
| 3. Associate Professor Dr. Panya | Issarawornrawanich |
| 4. Associate Professor Dr. Chertsak | Dhiraputra |

(Agenda and Director Name)

Shareholder name: Mister A

Proxy holder: Miss B

Shares with voting rights: 6,000 Shares

Approve or

Disapprove

Abstain

Make either a cross or a check mark

Signed _____ Miss B

Place signature

(Agenda and Director Name)

Shareholder name: Mister A

Proxy holder: Miss B

Shares with voting rights: 6,000 Shares

Approve

Disapprove or

Abstain

Make either a cross or a check mark

Signed _____ Miss B

Place signature

Example of Voting for Director Election (Invalid Ballot)

Agenda 6 To consider and re-election of Directors replacing Directors who retired by rotation. It is proposed that 4 candidates be elected as directors, namely:

- | | |
|-------------------------------------|--------------------|
| 1. Mr. Thiti | Sihanatkathakul |
| 2. Dr. Arkom | Cheirsilpa |
| 3. Associate Professor Dr. Panya | Issarawornrawanich |
| 4. Associate Professor Dr. Chertsak | Dhiraputra |

(Agenda and Director Name)

Shareholder name: Mister A

Proxy holder: Miss B

Shares with voting rights: 6,000 Shares

Approve or

Disapprove or

Abstain or

Make cross marks or check marks in more than 1 box

Signed _____ Miss B

Place signature or no signature

(Agenda and Director Name)

Shareholder name: Mister A

Proxy holder: Miss B

Shares with voting rights: 6,000 Shares

Approve

Disapprove

Abstain

No cross marks or check marks is made

Signed _____ Miss B

Place signature or no signature

(Agenda and Director Name)

Shareholder name: Mister A

Proxy holder: Miss B

Shares with voting rights: 6,000 Shares

Approve

Disapprove

Abstain

Make any marks other than those specified, for example

Signed _____ Miss B

Place signature or no signature



๒๗ ปี
แห่งการดูแล เราคือคุณ

THAINAKARIN HOSPITAL PUBLIC COMPANY LIMITED

No. 345 Debaratna Road (Bangna-Trad Road) km 3.5, Bangna Nuea, Bangna, Bangkok 10260

Phone number: 0 2361 2727, 0 2361 2828, 0 2340 6499, 0 2340 6488 Fax number: 0 2340 6431

E-mail: info@thainakarin.co.th

www.thainakarin.co.th