

# Notice of Annual General Meeting of Shareholders for the Year 2021

Thursday 18<sup>th</sup> November 2021 at 14.00 hours Electronic Meeting (E-AGM) by broadcasting live at Meeting Room A, 4<sup>th</sup> Floor, Thainakarin Hospital Building

In order to prevent the risk of the spread of the Coronavirus Disease 2019 (COVID-19), the Company held annual general meeting of shareholders via Electronic Means. whereby shareholders can attend the meeting via Electronic Means in person or appointing a proxy to another person or having the Audit Committee Member attend the meeting instead



## **Contents**

- Notice of Annual General Meeting 3 of Shareholder for the year 2021.
- A copy of the Minutes of the Annual General 8

  Meeting of Shareholders 2020 of

  Thainakarin Hospital Public Company Limited.
  - The Company's Annual Report 2021 20 (in QR Code format).
- Profiles of Directors who has been retired by rotation 21 and nominated to re-elect as directors for another term and proposed to appoint as the new director.
- Articles of Association of Thainakarin Hospital Public Company Limited 26
  Regarding Meeting of Shareholders.
  - Documents and Evidences to be Presented Prior 28 to Attending the Meeting and Vote Casting.
    - Profiles of the Audit Committee members that 32 Shareholders may appoint as the proxy.
  - Proxy Form A, B, C according to the notification 34 of the Department of Business Development.
  - Details and procedures for the Annual General Meeting 45 of Shareholders via Electronic Means.

TNH. 061/2021

#### 18<sup>th</sup> October 2021

Subject: Invitation to Attend the Annual General Meeting of Shareholders for the Year 2021

To: Shareholders of Thainakarin Hospital Public Company Limited

Attachments: 1. A copy of the Minutes of the Annual General Meeting of Shareholders 2020 held on 19<sup>th</sup> November 2020

- 2. The Company's Annual Report 2021 (in QR Code format)
- 3. Profile of Directors who has been retired by rotation and nominated to re-elect as directors for another term and proposed to appoint as the new director
- 4. Articles of Association of Thainakarin Hospital Public Company Limited regarding meeting of Shareholders
- 5. Documents and Evidences to be Presented Prior to Attending the Meeting and Vote Casting.
- 6. Profiles of the Audit Committee members that Shareholders may appoint as the proxy
- 7. Proxy Form A, B and C according to the notification of the Department of Business Development
- 8. Details and procedures for the Annual General Meeting of Shareholders via Electronic Means

The Board of Directors of Thainakarin Hospital Public Company Limited has resolved to convene the Annual General Meeting of Shareholders for the year 2021 on Thursday 18<sup>th</sup> November 2021 at 14.00 hours in Electronic Meeting (E-AGM) only by broadcasting live at Meeting Room A, 4<sup>th</sup> Floor, Thainakarin Hospital Building, 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 2020 which was held since 19<sup>th</sup> November 2020

<u>Objective and Rationale:</u> The Company prepared the minutes of the Annual General Meeting of Shareholders 2020 held on 19<sup>th</sup> November 2020, 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 the Company's website. The Company has also enclosed a copy of minutes with this invitation notice, as per Attachment (1).

<u>The Board's Opinion:</u> The Board of Directors considered that the minutes are accurate, and deemed it appropriate to propose that the Meeting approve the minutes of the Annual General Meeting of Shareholders 2020 held on 19<sup>th</sup> November 2020, a copy of which has been submitted to the shareholders together with the invitation notice.

#### Agenda 3 To consider and acknowledge the Annual Report 2021 of the Company

<u>Objective and Rationale:</u> To report operating performance and major information of the Company as appeared in the Annual Report 2021, which has been submitted to the shareholders (in QR Code format) together with this invitation notice, as per Attachment (2).

<u>The Board's Opinion:</u> The Board of Directors considered that the Annual Report 2021 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 2021 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 accounting period, and arrange for auditing by a 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 31<sup>st</sup> July 2021, which have been prepared by the Company and audited by the Audit Committee, including audited by the auditors of EY Office Limited according to relevant laws. Details are as shown in the Annual Report 2021, as per Attachment (2).

(Unit: Million Baht)

	2021	2020	2019
Total assets	2,550.64	2,244.84	2,126.99
Total liabilities	401.99	314.13	349.10
Total shareholders' equity	2,148.65	1,930.71	1,777.89
Paid-up capital	180.00	180.00	180.00
Total revenues	2,063.08	2,037.46	2,185.07
Net profit	293.41	256.33	317.53
Earnings per share (baht/share)	1.63	1.42	1.76

Agenda 5 To consider and approve the allocation profit for the year from 1<sup>st</sup> August 2020 to 31<sup>st</sup> July 2021 and dividend payment

Objective and Rationale: The Company has a policy to pay dividends 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 2021 operations, the Company has a net profit for the year 2021 of 293,415,820 baht (Baht Two Hundred ninety-three Million four Hundred fifteen Thousand Eight Hundred and Twenty Only).

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

Operating Results and Dividend Payment	2020	2019	2018
Net profit (baht)	256,334,756.00	317,525,378.00	356,061,884.00
Number of shares (share)	180,000,000	180,000,000	180,000,000
Annual dividend (baht/share)	0.45	0.55	0.60
Dividend payout ratio (%)	31.60	31.18	30.33

<u>The Board's Opinion:</u> The Board of Directors considered that the Company had a net profit for the year ended 31<sup>st</sup> July 2021 of 293,415,820 baht (Baht Two Hundred ninety-three Million four Hundred Fifteen Thousand Eight Hundred and Twenty Only), and proposed that the Meeting consider and approve the dividend payment for the operating results from 1<sup>st</sup> August 2020 to 31<sup>st</sup> July 2021 at the rate of 0.50 baht per share, equal to 90,000,000 baht (Baht Ninety Million Only) or the dividend payout ratio of 30.67%. Such dividends will be payable to the shareholders whose names are listed on the record date of 29<sup>th</sup> November 2021 and dividend payment will be made on 15<sup>th</sup> December 2021. 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 the authority of the Directors (if any) as follows:

<u>Objective and Rationale:</u> 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 5 directors from a total of 14 directors who are due to retire by rotation, namely:

1. Prof. Emeritus Deja Tanphaichitra, M.D. Director

Mr. Prapat Suthawate Director
 Mr. Norathep Sihanartkatakul Director
 Mr. Tosaporn Sihanatkathakul Director

5. Mr. Chailerg Viriyarattanaporn Director, Independent Director and Member of the Audit Committee

The Board's Opinion: The Board of Directors, excluding directors having an interest therein, considered that all the retiring directors are qualified persons with proven work records of transparency, competency, expertise and work experience from a wide spectrum of professions. Due to Prof. Emeritus Deja Tanphaichitra, M.D. does not return to the position of director. 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 (No. 1-4) and consider approve to appoint of one new director (No. 5), namely:

Mr. Prapat Suthawate Director
 Mr. Norathep Sihanartkatakul Director
 Mr. Tosaporn Sihanatkathakul Director

4. Mr. Chailerg Viriyarattanaporn Director, Independent Director and Member of the Audit Committee

5. Col. Dan Tanphaichitra, M.D.

The directors in 4<sup>th</sup> order shall be Independent Director and the Member of the Audit Committee as well. In this regard, they possess qualifications pursuant to the definitions and requirements under the notifications of the Market Supervisory Board and the Stock Exchange of Thailand. (Profiles of the directors retiring by rotation and proposed to appoint as new directors as per Attachment (3).

## Agenda 7 To consider and determine remunerations of the Company's directors and Audit Committee members 2022

<u>Objective and Rationale:</u> 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.

<u>The Board's Opinion:</u> The Board of Directors scrutinized such remuneration, taking account of various suitability criteria, economic conditions and deemed it appropriate to propose that the Meeting consider and determine remunerations of the Company's Directors and Audit Committee Members for the year 2022 at the same rate as that of the year 2021. Details are as follows:

Dograf of Directors	Attendance fees	Attendance fees (baht/meeting)		
Board of Directors	2022	2021		
Chairman of the Board	18,000	18,000		
Directors	14,000	14,000		

Audit Committee	Attendance fees (baht/meeting)			
Addit Committee	2022	2021		
Chairman of the Audit Committee	18,000	18,000		
Audit Committee Members	14,000	14,000		

Medical care allowance for the Company's Directors, Audit Committee Members and their families shall amount to not more than 800,000 baht per person (the same rate as that of 2021).

# Agenda 8 To consider and approve appointment of auditors, and to determine auditors' fee for the accounting period from 1<sup>st</sup> August 2021 to 31<sup>st</sup> July 2022

<u>Objective and Rationale:</u> 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 2022 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	2022	2021
Quarterly review fees, 3 quarters	375,000	375,000
Annual audit fees	795,000	795,000
Total	1,170,000	1,170,000

The auditors and details are as follows:

Name of Auditor(s)	CPA Registration Number	Number of Year(s) Signing as the Company's Auditor
Mrs. Sarinda Hirunprasurtwutti	4799	Never signed the Company's financial statements
Ms. Patcharawan Koonarangsri	6650	Never signed the Company's financial statements
Mr. Samran Taengcham	8021	1 fiscal year (2021)

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. Patcharawan Koonarangsri, CPA No. 6650, or Mr. Samran Taengcham, CPA No. 8021 of EY Office Limited as the Company's auditors for the year 2022 for the accounting period from 1<sup>st</sup> August 2021 to 31<sup>st</sup> July 2022. The fee for quarterly financial statement review for 1<sup>st</sup>- 3<sup>rd</sup> 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 2021). Such fees and expenses have been appropriately scrutinized by the Audit Committee.

#### Agenda 9 Report of the Construction Project of Thainakarin Hospital 2

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

<u>The Board's Opinion:</u> The Board of Directors' Meeting on 17<sup>th</sup> September 2021 resolved that the status of Thainakarin Hospital 2 Project should be reported to the Meeting for acknowledgement.

### Agenda 10 To consider other matters (if any)

The Company has determine the names of shareholders who are entitled to attend the Annual General Meeting of Shareholders 2021 and would like to invite all shareholders to attend the Annual General Meeting of Shareholders 2021 via Electronic Means on 18<sup>th</sup> November 2021, 14.00 hours. The Company will use the method of registration to attend the meeting, voting and vote counting via Electronic Means only one channel.

In case a shareholder wish to appoint another person as his/her proxies to attend the Annual General Meeting of Shareholders 2021 via Electronic Means and vote on his/her behalf, please fill in and sign the Proxy Form A, Form B or Form C (exclusively for a shareholder being a foreign investor and appointing a custodian in Thailand as the shares depository and safekeeping agent) as per Attachment (7), which can be downloaded from the Company's website www.thainakarin.co.th. In the case of Custodian use proxy Form C, Custodian can record the voting data according to Proxy Form in the e-Proxy Voting of Thailand Securities Depository Co., Ltd., which must be recorded in advance until 17.00 hours, 1 day before the meeting. Furthermore, the shareholder can appoint the Company's Audit Committee member, i.e. Mr. Kraisak Kadkum or Assoc. Prof. Panya Issarawornrawanich, Ph.D., details as per Attachment (6), as his/her proxy.

In order for the Annual General Meeting of Shareholders 2021 to organize smoothly and conveniently through Electronic Means, the Company would like to request shareholders and proxies to strictly follow the registration procedures and methods of attending the Annual General Meeting of Shareholders via Electronic Means details as appear on Attachment (8). The Company requests your cooperation to register a request to use the system at least 7 days prior to the meeting date, for the Company to proceed accordingly.

The Company has prepared the Annual Report 2021 in a QR Code format (Electronic files) only and delivered to shareholders according to Attachment (2). The shareholders can download the Annual Report by scanning the QR Code in Attachment (2).

Yours sincerely,
Thainakarin Hospital Public Company Limited

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

### Minutes of the Annual General Meeting of Shareholders 2020 of Thainakarin Hospital Public Company Limited

### Time and place

The Annual General Meeting of Shareholders 2020 was held on Thursday, 19<sup>th</sup> November 2020; at 14.00 hours on 4<sup>th</sup> 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.	Charoen	Meensook, M.D.	Chairman of the Board
2.	Mr. Sumeth	Jenjesda	Director
3.	Mr. Prapat	Suthawate	Director
4.	Arkom	Cheirsilpa, M.D.	Director
5.	Mr. Thiti	Sihanatkathakul	Director
6.	Mr. Pitipat	Sihanatkathakul	Director
7.	Mr. Norathep	Sihanartkatakul	Director
8.	Mr. Tosaporn	Sihanatkathakul	Director
9.	Mr. Kraisak	Kadkum	Director, Independent Director and
			Chairman of the Audit Committee
10.	Assoc. Prof. Panya	Issarawornrawanich, Ph.D.	Director, Independent Director and
			Member of the Audit Committee
11.	Mr. Chailerg	Viriyarattanaporn	Director, Independent Director and
			Member of the Audit Committee

### Name of directors who did not attend the meeting

1. Prof. Emeritus Deja	Tanphaichitra, M.D.	Director
2. Pridi	Hetrakul, M.D.	Director, Independent Director and
		Member of the Audit Committee
3. Assoc. Prof. Chertsak	Dhiraputra, M.D.	Director, Independent Director and
		Member of the Audit Committee

#### Name of executives who attended the meeting

1.	Prof. Pittayapoom	Pattaranutaporn, M.D.	Deputy Chief Executive Officer
2.	Clinical Prof. Emeritus Chaiporn	Bhadrakom, M.D.	Medical Director and Chief Operating Officer
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

#### The Meeting commenced at 14.00 hours.

Mr. Bundit Pratumta, designated as the moderator, informed the Meeting that there were 66 shareholders holding a total of 37,547,993 shares present in person, and 26 shareholders holding a total of 72,476,506 shares present by proxy. In total, there were 92 shareholders, representing 110,024,499 shares or equivalent to 61.1247% 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 3 directors, namely Prof. Emeritus Deja Tanphaichitra, M.D., Pridi Hetrakul, M.D. and Assoc. Prof. Chertsak Dhiraputra, M.D., unable to attend the meeting due to illness. Mr. Bundit explained 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 2020, 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 ( $\times$ ) or a check ( $\checkmark$ ) 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 ( $\times$ ) or a check ( $\checkmark$ ) 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. Sirisilp Chiasuwan shareholder who volunteered to witness the vote counting.

The Company has 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 started proceeding with the agenda items according to the sequence.

#### Agenda 1 General update by the President

- No matter to inform the meeting -

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

# Agenda 2 To consider and approve the minutes of the Annual General Meeting of Shareholders 2019 held on 21st November 2019

The Chairman requested the Meeting to approve the minutes of the Annual General Meeting of Shareholders 2019 was held on 21<sup>st</sup> November 2019 as per a copy of the minutes submitted to the shareholders together with the invitation 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 2019 held on 21<sup>st</sup> November 2019, as follows:

	Vote		%
Approved	110,210,653	Votes	100.0000
Disapproved	0	Votes	0.0000
Abstained	0	Votes	0.0000
Invalid ballot	5	Votes	0.0000

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

The Chairman proposed that the Meeting consider the Company's Annual Report 2020 in a QR code Format as per Attachment (2) which had been submitted to the shareholders together with the invitation notice. In addition, the Board of Directors had considered report as accurate. The consideration of the Meeting was then requested.

Mr. Sathaporn Pungnirun a shareholder, attending in person, said that from the Annual Report 2020, the Company's summary financial information, page 84, titled Consolidated Operating Results (Million Baht), last line, basic earnings per share, (Baht). It is shown that in 2018 there was a profit of 1.98 baht per share, in 2019, a profit of 1.76 baht per share, and in 2020, a profit of 1.42 baht per share, which is a decreasing number. In this regard, next year, the Company should increase the earnings per share.

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 2020 of the Company.

# Agenda 4 To consider and approve the auditor's report and the financial statements for the year ended 31st July 2020 audited by the auditors of EY Office Limited

The Chairman assigned Mr. Kraisak Kadkum, the Chairman of 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 31<sup>st</sup> July 2020, which had been audited by the auditors of EY Office Limited.

Mr. Kraisak Kadkum informed that the Company's operating results for the fiscal year 2020 ending on July 31, 2020, are shown in the documents attached to the Invitation to the Annual General Meeting of Shareholders, which demonstrated the comparison of operating results from 2018 - 2020.

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 31<sup>st</sup> July 2020 which had been audited by the auditors of EY Office Limited by the votes as follows:

	Vote		%
Approved	109,723,353	Votes	99.5396
Disapproved	504,200	Votes	0.4574
Abstained	3,300	Votes	0.0030
Invalid ballot	5	Votes	0.0000

#### Agenda 5 To consider and approve profit allocation and dividend payment for the year 2020

The Chairman informed the Meeting that the Board of Directors had viewed that the Company's net profit for 2020 as of 31<sup>st</sup> July 2020 amounted to Baht 256,334,756 (Baht Two Hundred Fifty-Six Million Three hundred and thirty-four Thousand Seven Hundred and Fifty-six Only) and proposed the Meeting to consider and approve dividend payment for the operating results from 1<sup>st</sup> August 2019 to 31<sup>st</sup> July 2020 at the rate of Baht 0.45 (Forty-five satang) per share, totaling Baht 81,000,000 (Baht Eighty one Million Only). The dividend payment shall be made to the shareholders whose names were listed on the record date of 30<sup>th</sup> November 2020. The date of payment was 16<sup>th</sup> December 2020.

Information on dividend payments from 2016-2020 was presented on screen at the Meeting.

Year	Revenue (M. Baht)	Net Profit (M. Baht)	Dividend/Share (Baht)	Total Dividend Amount (M. Baht)	Dividend Payment Date
2020	2,037.47	256.33	0.45	81	16 <sup>th</sup> Dec. 2020
2019	2,185.07	317.53	0.55	99	19 <sup>th</sup> Dec. 2019
2018	2,164.27	356.06	0.60	108	13 <sup>th</sup> Dec. 2018
2017	1,989.72	290.59	0.60	108	15 <sup>th</sup> Dec. 2017
2016	1,915.87	282.04	0.65	117	27 <sup>th</sup> Dec. 2016

Major Kobchok Nutaman, a shareholder, attended in person, inquired according to the invitation letter for the annual general meeting of shareholders 2020, regarding the informed dividend of 0.55 baht on page 4, and page 5 is 0.45 baht.

Mr. Kraisak Kadkum clarified that if we look at the Invitation to the Annual General Meeting of Shareholders Page 4, Agenda 5, the amount of dividend payable at 0.55 baht is for the year 2019. In the year 2020, it will be according to the MC presented by the Board of Directors. Therefore, the Company has considered and agreed to consider paying a dividend at the rate of 0.45 baht as a resolution from the Board of Directors' meeting to present to shareholders for approval today.

Mr. Sathaporn Pungnirun, a shareholder, attended in person, added, as explained by Mr. Kraisak, the dividend rate of 0.55 baht is a dividend paid from the operating results of the year 2019 from August 1, 2018 - July 31, 2019, which was paid out in December 2019. As for the dividend payment in 2020, this proposal is for consideration of 0.45 baht based on operating results from August 1, 2019 - July 31, 2020, which will pay dividends in 2020.

Mr. Kraisak Kadkum stated that it was according to Mr. Sathaporn, further clarified and would like to inform that Thainakarin Hospital Public Company Limited's accounting period is different from other listed companies. Most other companies' accounting periods are scheduled to begin on January 1 - December 31 of every year, but that of the Company will be different from other places because the accounting period starts on August 1 - July 31. Therefore, in the part where shareholders inquire about the dividend shown in the Invitation to the Annual General Meeting of Shareholders, the dividend payment of 0.55 baht is the operating results of the year 2019. As for the operating results of the year 2020, this is the part that the shareholders are considering in this agenda.

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 1<sup>st</sup> August 2019 to 31<sup>st</sup> July 2020 at the rate of Baht 0.45 (Forty-five satang), totaling Baht 81,000,000 (Baht Eighty one Million Only). The dividend payment shall be made to the shareholders whose names were listed on the record date of 30<sup>th</sup> November 2020. The date of payment was 16<sup>th</sup> December 2020.

	Vote		%
Approved	110,234,953	Votes	100.0000
Disapproved	0	Votes	0.0000
Abstained	0	Votes	0.0000
Invalid ballot	5	Votes	0.0000

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, 4 directors from the total 14 directors were due to retire by rotation, namely:

1. Mr. Thiti	Sihanatkathakul	Director
2. Arkom	Cheirsilpa, M.D.	Director
3. Assoc. Prof. Panya	Issarawornrawanich, Ph.D.	Director, Independent Director and Member
		of the Audit Committee
4. Assoc. Prof. Chertsak	Dhiraputra, M.D.	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-lection of all the 4 retiring directors to stay in office for another term, namely:

1. Mr. Thiti	Sihanatkathakul	Director
2. Arkom	Cheirsilpa, M.D.	Director
3. Assoc. Prof. Panya	Issarawornrawanich, Ph.D.	Director, Independent Director and Member
		of the Audit Committee
4. Assoc. Prof. Chertsak	Dhiraputra, M.D.	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. Mr. Thiti Sihanatkathakul	Director			
		Vote		%
Approved		109,645,853	Votes	99.4656
Disapproved		513,300	Votes	0.4656
Abstained		75,800	Votes	0.0688
Valid ballot		5	Votes	0.0000
2. Arkom Cheirsilpa, M.D.	Director			
		Vote		%
Approved		109,649,153	Votes	99.4686
Disapproved		513,300	Votes	0.4656
Abstained		72,500	Votes	0.0658
Valid ballot		5	Votes	0.0000
3. Assoc. Prof. Panya Issarawornrawanich, Ph	.D. Director, Inde	ependent Director a	and Member of the	Audit Committee
		Vote		%
Approved		109,645,753	Votes	99.4655
Disapproved		513,400	Votes	0.4657
Abstained		75,800	Votes	0.0688
Valid ballot		5	Votes	0.0000
4. Assoc. Prof. Chertsak Dhiraputra, M.D.	Director, Inde	ependent Director a	and Member of the	Audit Committee
		Vote		%
Approved		109,645,053	Votes	99.4649
Disapproved		589,900	Votes	0.5351
Abstained		0	Votes	0.0000
Valid ballot		5	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 2021 at the rates (the same as 2020) as follows:

### Attendance fees for Board of Directors' Meeting

Chairman of the Board
 Directors
 Baht 18,000 per meeting
 Baht 14,000 per meeting

#### Attendance fees for Audit Committee's Meeting

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

Medical care allowance for the Company's Directors, Audit Committee Members and their families shall not exceed Baht 800,000 per person (the same as 2020).

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 2020 as proposed by the Board of Directors, by the votes as follows:

	Vote		%
Approved	72,921,353	Votes	99.6545
Disapproved	0	Votes	0.0000
Abstained	252,800	Votes	0.3455
Invalid ballot	5	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 2020 to 31st July 2021

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:

•	Mrs. Sarinda	Hirunprasurtwutti	CPA No. 4799, or
•	Ms. Siriwan	Nitdamrong	CPA No. 5906, or
•	Mr. Samran	Taengcham	CPA No. 8021

to be the Company's auditors for the year 2021 for the accounting period from 1<sup>st</sup> August 2020 to 31<sup>st</sup> July 2021, with the remunerations of Baht 1,170,000. Said remunerations comprised the financial statement review fee for 1<sup>st</sup>- 3<sup>rd</sup> quarters of Baht 125,000 per quarter, the annual financial statement audit fee of Baht 795,000, which same as 2020, and the auditing-related expenses based on the actual cost but not exceeding Baht 30,000.

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:

•	Mrs. Sarinda	Hirunprasurtwutti	CPA No. 4799, or
•	Ms. Siriwan	Nitdamrong	CPA No. 5906, or
•	Mr. Samran	Taengcham	CPA No. 8021

to be the Company's auditors for the year 2021 for the accounting period from 1<sup>st</sup> August 2020 to 31<sup>st</sup> July 2021, with the remunerations of Baht 1,170,000 and the auditing-related expenses based on actual cost but not exceeding Baht 30,000, by the votes as follows:

	Vote		%
Approved	110,169,653	Votes	99.9312
Disapproved	0	Votes	0.0000
Abstained	75,800	Votes	0.0688
Invalid ballot	5	Votes	0.0000

### 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:

As reported at the last shareholders meeting, the said construction project has been adjusted to be in line with the current situation and future trends. It is mainly for the benefit of the Company and its shareholders. Some conclusions will be followed in order of priorities as follows:

- 1. The construction of the car park building with a 9-floors building for 300 cars in a usable area of approximately 9,980 square meters. The construction cost is about 98.4 million baht, which has now begun. It is expected to be operational around the end of 2021.
- 2. The construction of the radiation therapy center building, which is in the process of being presented the design for consideration and is expected to be finalized soon.
- 3. As for the construction of Thainakarin Hospital 2, the Company should consider the situation for a while before taking any further steps.

In this regard, we would like to present pictures of the project's buildings, both moving images and still images of various building groups in the Thainakarin 2 Hospital project.

Mr. Sathaporn Pungnirun, a shareholder, attended in person, said that investing will increase assets. When assets increase, there may be a problem of return on assets, and when investing in assets increases, the cost of depreciation also increases. While the income does not increase, the profit margin will decrease, which affects the dividends of the shareholders. Therefore, please consider it in accordance with the money invested.

Mr. Prapat clarified that it is as same as Mr.Sathaporn's observation. He noted that the Company had taken a considerable amount of time to consider this project due to its very significant focus on this matter.

Miss Vaewta Looareesuwan, a shareholder, attended in person, inquired about the new building whether there would be a project for the elderly or not. Because nowadays it is a society of the elderly.

Clinical Prof. Emeritus Chaiporn Bhadrakom, M.D. clarified that the Company considers this matter by aiming Thainakarin Hospital 2 to support the project for the elderly as well. Currently, in the elderly section, there are more modern regenerative medicine, ophthalmology, orthopedic centers, including heart and brain, kidney surgery, kidney transplant, and activities that support the elderly. Also, the setting up of the Women Center for elderly women is in the Thainakarin Hospital 2 project. Therefore, it can be seen that at present, the Company has expanded the care of the elderly but has not yet fully expanded. It is expected to be able to fully develop when the Thainakarin Hospital 2 project is completed.

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 matters (if any)

Ms. Suwannee Chiansirikraiwut, a shareholder, attended in person, asked the executives to mention the Company's current situation during the COVID-19 epidemic upon customers who come to use the service or other effects on work results. Has this situation caused the operations and the management to be concerned about it? Are there also any other coming factors that will support shareholders' confidence or need more preventive measures?

Clinical Prof. Emeritus Chaiporn Bhadrakom, M.D. clarified that since February 2020, the number of patients has decreased. But because the Company is in the insurance system with more than 50% of the contracting parties, the number of patients is not much reduced. In April 2020, inpatients decreased by about 50%, and outpatients decreased by about 40%. Later, during May 2020, the number of patients increased. Currently, the number of cases is reduced by only about 10%, but all companies in the same industry are certainly affected as well.

Mr. Terdsak Wangset, a shareholder, attended in person, asked if there would be future OPD disruption issues. Such as when an outside user with a ready blood test or X-ray comes in to see a doctor at our hospital, or in the case of an online doctor's consultation, etc. What is the view of the management on this matter? How do you prepare to deal with this matter?

Clinical Prof. Emeritus Chaiporn Bhadrakom, M.D. clarified that with the entry of various Artificial Intelligence (AI) systems, the Company had not much impact. But what was affected was the matter of going to treat the patient at home. For example, during the COVID-19 situation, the patient must negotiate with the insurance company. Because, according to the insurance company, if it is to treat the patient at home, the insurance company will not pay for it. But now, this condition has been canceled.

Mr. Terdsak Wangset, a shareholder, attended in person, asked the management's views on the current competitive environment with more opening hospitals in this area. At the same time, there is an increasing potential area as well.

Clinical Prof. Emeritus Chaiporn Bhadrakom, M.D. clarified that most of the newly opened hospitals are specialized hospitals, thus impacting the Company but not much. Because, as mentioned, most of the Company's users are contractual patients and insurance companies. As for the insurance company, if the newly opened hospital is not accredited by the standard, the insurance company may not act as a contracting party, so the contracting party will still use the service with the Company. But in the future, it has to be careful because if hospitals are certified, they will be able to compete with the Company. Therefore, the Company has to provide good service, quality and maintain a reasonable price. In this regard, the Company is still doing well at present.

Mr. Terdsak Wangset, a shareholder, attended in person, asked about the Company's view on COVID-19 by looking at the long-term picture of the Company during the period from the present - 2022 and, more importantly, when there is a vaccine, what are the opportunities or risks for the Company?

Clinical Prof. Emeritus Chaiporn Bhadrakom, M.D. clarified that the matter exists in the Company's plans and that the impact of COVID-19 is expected to persist in the long term. The issue of medical care may take some time, which may affect until August 2021. Therefore, what needs to be done is to maintain the quality of the hospital by focusing on the quality of treatment, the quality of service, and the cost of medical care at an affordable price, so that, the service user will continue to use the service with the Company. But what's more, is doing a new project which is another crucial part.

Ms. Kanung Maktheeranuwat, a shareholder, attended in person, said that because she was an elderly person, walking up and down inside the hospital was inconvenient, so she asked the Company to help make walking more convenient for the elderly.

The Chairman said that organizations could only improve based on user feedback, so suggestions from today's meeting will be listened to for further improvements.

Prof. Pittayapoom Pattaranutaporn, M.D. said to build confidence for shareholders, especially Mr. Sathaporn, who gave his opinion on the Thainakarin Hospital 2 project. The Company has taken into account the recommendations due to the investment of approximately 4,000 million baht. The Company has taken into account the income that must be increased about 800 – 1,000 million baht. According to the question about the elderly project, which is part of the Thainakarin Hospital 2 project, at the moment, some elderly projects have been started. As for Ms. Kanung said about the inconvenience of walking up and down within the hospital, due to the COVID-19 (COVID-19) situation, the Company restricted entry and exit routes. In this regard, the Company will consider making the entrance and exit for the elderly.

Mr. Sathaporn Pungnirun, a shareholder, attended in person, said that he had made suggestions about executives traveling abroad for seminars. The cost of food and accommodation is often prohibited tax in almost every country. Still, the cost of health, the risk to life, hospital expenses are unrestricted and are not tax prohibited expenses. Therefore, if the Company can provide services to seminar travelers from abroad who can sometimes stay in hospitals instead of hotels, it will be another source of income.

Mr. Suravee Sattayaapithan, a shareholder, attended in person, asked if the management's viewpoint had any idea of operating in organic growth. Due to the view that some hospitals have other capital to take over and can use the hospital immediately if there is a large capital to take over other hospitals in this area and make it able to be at the same level as the Company. How can the Company protect itself?

Prof. Pittayapoom Pattaranutaporn, M.D. clarified that Thainakarin Hospital is a Family Hospital model, which has been around for more than 20 years. For shareholders' confidence, the Company is confident that it will build sustainability and grow without negligence and risk. Therefore, the construction projects invested by the Company have passed the analysis and allocated some money to make a Cancer Center, which is necessary for service recipients and will be able to generate income. Also, the Company has prepared for the elderly service by doing it step by step.

Early next year, the Company will invest in Molecular Laboratory (Molecular Biology) in Polymerase Chain Reaction (PCR), which is the examination of DNA and Genes by doing PCR. In the future, the Company will be able to test for COVID-19, quickly diagnose dengue fever for children, as well as influenza and other diseases, especially cancer and women's diseases such as cervical cancer (HPV DNA). Therefore, the development of treatment is what the Company takes and views it as a Family Hospital. It also adheres to the standard of medical treatment in a medical school, meaning that the Company has the quality of treatment that is of international standards because it is crucial for those who have services to receive good treatment. Also, the issue that the Company takes as important is Sufficiency Medicine. Therefore, it is not a reckless investment.

Subsequently, there was no further question.

The Chairman declared the meeting closed at 15.47 hours.

(Charoen Meensook, M.D.)

Chairman of the Meeting

Mrs. Daranee Dhubkaen Company Secretary

Ms. Budsara Vikyanont Minutes Taker

### The Company's Annual Report 2021 (in QR Code format)



# Profiles of directors who has been retired by rotation and nominated to re-elect as directors for another term and proposed to appoint as the new director.

#### Mr. Prapat Suthawate

**Director and Company Secretary** 

Age 77 Years

Appointment of Board of Directors 11 October 2004

The number of years being a Director 17 Years



#### **Education**

- Bachelor of Political Science (Public Administration),
   Ramkhamhaeng University
- Master of Political Science (Government), Chulalongkorn University
- Diploma in Tourism Management and Development, University of Haifa, Israel

#### **Training**

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

#### **Work Experience**

2004 - Present

Director, Thainakarin Hospital Public Company Limited

Mar. 2021 - Present

Company Secretary,

Thainakarin Hospital Public Company Limited

2016 - Present

Senior Administrative Advisor,

Thainakarin Hospital Public Company Limited

2016 - Present

Member of Bangna Commercial College Council

• 2018 (Jun. - Sep.)

Acting on behalf of the Company Secretary, Thainakarin Hospital Public Company Limited

2011 - 2016

Acting Administrative Director,

Thainakarin Hospital Public Company Limited

• 2010 - 2017

Guest Lecturer, Faculty of Business Administration, Ramkhamhaeng University

2007 - 2013

Guest Lecturer,

Faculty of Business Administration, Kasetsart University

2005 - 2011

Director of International Hotel Management Course, (Joint - venture project between CHN University (Netherlands) and Rangsit University) • 2005 - 2011

Chairman of Working Group, RSU Horizon Travel, Rangsit University

• 2005 - 2011

Senior Advisor, Thainakarin Hospital Public Company Limited

• 1999 - 2005

Administrative Director,

Thainakarin Hospital Public Company Limited

• 1999 - 2004

Director, Thainakarin Hospital Company Limited

• 1992 - 2005

Guest Lecturer, Faculty of Liberal Art, Siam University

• 1992 - 2005

Manager and Advisor, Human Resources Department, Siam Property Development Company Limited

#### **Current Position in other business**

#### **Listed Companies**

N/A

#### Non-Listed Companies

• 2016 - Present

Member of Bangna Commercial College Council

#### 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//

#### Attendance at the Board of Directors' Meeting

• 5/5

#### Criteria and Procedures for Director Nomination

The Board of Directors has considered and concluded that Mr. Prapat Suthawate 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.



### Mr. Norathep Sihanartkatakul

**Director** 

Age 61 Years

Appointment of Board of Directors 19 November 2015

The number of years being a Director 6 Years

#### **Education**

• Bachelor of Commerce (Marketing), Faculty of Commerce and Accountancy, Chulalongkorn University

#### **Training**

• Director Accreditation Program (DAP) 2019, Thai Institute of Directors (IOD)

#### **Work Experience**

• 2015 - Present Director,

Thainakarin Hospital Public Company Limited

1998 - Present
 Director of Legal Affairs,
 Siam Property Development Company Limited

1999 - 2001
 Associate Judge,
 The Central Labour Court

• 1993 - 1998

Assistant Manager of Internal Audit Department, Siam Property Development Company Limited

#### **Current Position in other business**

**Listed Companies** 

N/A

Non-Listed Companies

• 1998 - Present

Director of Legal Affairs,
Siam Property Development 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

• Cousin of Mr. Thiti Sihanatkathakul, Mr. Pitipat Sihanatkathakul and Mr. Tosaporn Sihanatkathakul

#### Attendance at the Board of Directors' Meeting

• 3/5

#### Criteria and Procedures for Director Nomination

The Board of Directors has considered and concluded that Mr. Norathep Sihanartkatakul 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.

#### Mr. Tosaporn Sihanatkathakul

**Director** 

Age 38 Years

Appointment of Board of Directors 13 March 2020

The number of years being a Director 1 Years

#### **Education**

- Tonbridge School, United Kingdom
- BSc. Management, The London School of Economics and Political Science, United Kingdom
- MSc. Organizational and Social Psychology, The London School of Economics and Political Science, United Kingdom

#### **Training**

N/A

#### **Work Experience**

2020 - Present

Director, Thainakarin Hospital Public Company Limited

• 2007 - Present

Executive Director, The Landmark Bangkok

• 2007 - Present

Executive Director, Lancaster Bangkok

2007 - Present

Executive Director,

The Landmark London, United Kingdom

• 2007 - Present

Executive Director,

Royal Lancaster London, United Kingdom

2007 - Present

Executive Director, K West Hotel & Spa, United Kingdom

• 2007 - Present

Executive Director,

Basil Street Apartments, United Kingdom

2006 - 2007

Analyst,

Deloitte Management Consultant Service Ltd., United Kingdom

• 2005 - 2006

Volunteer, Donations for the Human Development Foundation (HDF) Mercy Centre

### **Current Position in other business**

#### **Listed Companies**

N/A

#### Non-Listed Companies

• 2007 - Present

Executive Director, The Landmark Bangkok

• 2007- Present

Executive Director, Lancaster Bangkok

2007 - Present

Executive Director,

The Landmark London, United Kingdom

• 2007 - Present

Executive Director,

Royal Lancaster London, United Kingdom

• 2007 - Present

Executive Director,

K West Hotel & Spa, United Kingdom

• 2007 - Present

Executive Director,

Basil Street Apartments, United Kingdom

#### Shareholding in the Company

- Shareholding in the Company: 1,000,000 Shares (Spouse: N/A)
- Shareholding in the Company (%): 0.56 (Spouse: N/A)

#### Family Relationship among Directors and Executives

- Younger brother of Mr. Thiti Sihanatkathakul and Mr. Pitipat Sihanatkathakul
- Cousin of Mr. Norathep Sihanartkatakul

#### Attendance at the Board of Directors' Meeting

• 4/5

#### Criteria and Procedures for Director Nomination

The Board of Directors has considered and concluded that Mr. Tosaporn 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.



### Mr. Chailerg Viriyarattanaporn

Director, Independent Director and Member of the Audit Committee

Age 70 Years

Appointment of Board of Directors 10 August 2017

The number of years being a Director 4 Years

#### **Education**

 Bachelor of Business Administration (Accounting), Faculty of Business Administration, Ramkhamhaeng University

#### **Training**

 Director Accreditation Program (DAP) 2018, Thai Institute of Directors (IOD)

#### **Work Experience**

2018 - Present

Director, Independent Director and Member of the Audit Committee.

Thainakarin Hospital Public Company Limited

 May 2021 - Present Director,

Siamsport Syndicate Public Company Limited

• 2013 - 2017

Accounting & Tax Consultant, I.G.S Public Company Limited

#### **Current Position in other business**

**Listed Companies:** 

N/A

Non-Listed Companies:

• May 2021 - Present
Director, Siamsport Syndicate Public 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

• 5/5

#### Attendance at the Audit Committee's Meeting

• 6/6

#### Criteria and Procedures for Director Nomination

The Board of Directors has considered and concluded that Mr. Chailerg Viriyarattanaporn 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.

### Col. Dan Tanphaichitra, M.D. Age 46 Years



#### **Education**

- Doctor of Medicine, Faculty of Medicine, Chulalongkorn University
- Thai Board of Internal Medicine, Phramongkutklao Hospital
- Thai Board of Nephology, Phramongkutklao Hospital

#### **Training**

N/A

#### **Work Experience**

- 2007 Present
   Nephrologist, Internal medicine division,
   Ananda Mahidol Hospital, Lop Buri Province
- 2000 2003
   Internal medicine residency,
   Phramongkutklao Hospital
- 2004 2006
   Nephrology Fellowship,
   Phramongkutklao hospital

#### **Current Position in other business**

### Listed Companies:

N/A

#### Non-Listed Companies:

2007 - Present
 Nephrologist, Internal medicine division,
 Ananda Mahidol Hospital, Lop Buri Province

#### 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

• No attendance due to he was recently nominated to the Annual General Meeting of Shareholders to consider and approve the appointment of a Director of the Board.

#### Criteria and Procedures for Director Nomination

The Board of Directors has considered and concluded that Col. Dan Tanphaichitra, 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.

# Articles of Association of Thainakarin 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 extra-ordinary meeting.

Article 34. An extra-ordinary meeting of shareholders may convene, whereas

- (a) The Board of Directors may convene an extra-ordinary 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 convence an extra-ordinary 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 reasonal 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 shallbe 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 maybe, 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) Enthrusting 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.

# Documents and Evidences to be Presented Prior to Attending the Meeting 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 (Register a Request to Use the System)

#### 1. In case the shareholder is a natural person

1.1 In case the shareholder attends the meeting in person

Documents to be present 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 date to determine the names of shareholders who are entitled to attend the meeting (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

Documents to be present 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 and in case proxies change name suremane differ from the proxy form, a certificate 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

Documents to be present 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

Documents to be present 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

Documents to be present 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 Documents to be presented 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 decreased's estate may either attend the meeting in person or appoint a proxy.

Documents to be presented 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/executor of the decreased'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. Documents to be present 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.

Documents to be presented 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).

For the registration process and how to attend the meeting. Please study registration process and procedures for the Annual General Meeting of Shareholders via Electronic Means. According to the Attachment (8)

#### **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 Company's website www.thainakarin.co.th.

• Only one type of Proxy Form is allowed to be used for proxy appointment.

#### Criteria for vote casting and vote counting

- A shareholder shall have the number of votes equal to the number of shares held.
- 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.
- 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 twothirds of the votes of the total shareholders present at the meeting.

However, on the date of meeting will be notified criteria and procedures for voting and meeting

# Profiles of the Audit Committee members that Shareholders may appoint as the proxy

### Mr. Kraisak Kadkum

Director, Independent Director and Chairman of the Audit Committee Age 58 Years



Appointment of Board of Directors	11 October 2004		
The number of years being a Director	17 years		
Attendance Meeting		pard of Directors' Meeting 5/5 adit Committee's Meeting 6/6	
Education	• Barrister-at-law, Thai	Ramkhamhaeng University Bar Institute Laws, Thammasat University	
Training	Director Accreditation I	Program (DAP) 2004, Thai Institute of Directors (IOD)	
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.		
Work Experience	<ul><li> 2005 - Present</li><li> 1994 - Present</li><li> 2004 - 2005</li></ul>	Director, Independent Director and Chairman of the Audit Committee, Thainakarin Hospital Public Company Limited Lawyer and Executive Director, Sahakarn Law Office Company Limited Director, Independent Director and Member of the Audit Committee, Thainakarin Hospital Public Company Limited	
Current Position in other business	<ul><li>Listed Companies</li><li>Non-Listed</li><li>Companies</li></ul>	N/A • 1994 - Present Lawyer and Executive Director, Sahakarn Law Office Company Limited	
Shareholding in the Company	<ul> <li>Shareholding in the Company</li> <li>Shareholding in the Company (%)</li> </ul>		
Family Relationship among Directors and Executives	N/A		



# Assoc. Prof. Panya Issarawornrawanich, Ph.D. Director, Independent Director and Member of the Audit Committee Age 49 Years

Appointment of Board of Directors	27 September 2006	27 September 2006		
The number of years being a Director	15 years	15 years		
Attendance Meeting		pard of Directors' Meeting 5/5 adit Committee's Meeting 6/6		
Education	<ul><li>Diploma (Auditing), TI</li><li>M.S Accounting, Than</li></ul>	Business School, Chulalongkorn University nammasat Business School, Thammasat University nmasat Business School, Thammasat University Chulalongkorn Business School, Chulalongkorn University		
Training	Director Accreditation I	Program (DAP) 2006, Thai Institute of Directors (IOD)		
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.			
Work Experience	<ul> <li>2006 - Present</li> <li>2020 - Present</li> <li>1997 - Present</li> <li>2004 - 2020</li> <li>2015 - 2016</li> <li>2013 - 2015</li> <li>2000 - 2004</li> <li>1995 - 2000</li> </ul>	Director, Independent Director and Member of the Audit Committee, Thainakarin Hospital Public Company Limited Lecturer, Associate Professor of Accounting Department, Thammasat Business School, Thammasat University Certified Public Accountant, Federation of Accounting Professions Lecturer, Assistant Professor of Accounting Department, Thammasat Business School, Thammasat University Associate Dean for Student Affairs, Thammasat Business School, Thammasat University Assistant Dean for Finance and Planning, Thammasat Business School, Thammasat University Head of Accounting Department, Faculty of Business Administration, Mahanakorn University of Technology Senior Audit Assistant, Ernst and Young Office Limited		
Current Position in other business	<ul><li>Listed Companies</li><li>Non-Listed</li><li>Companies</li></ul>	<ul> <li>N/A</li> <li>2020 - Present Lecturer, Associate Professor of Accounting Department, Thammasat Business School, Thammasat University</li> <li>1997 - Present Certified Public Accountant, Federation of Accounting Professions</li> </ul>		
Shareholding in the Company	<ul><li>Shareholding in the Company</li><li>Shareholding in the Company (%)</li></ul>			
Family Relationship among Directors and Executives	N/A			

Duty Stamp of Baht 20

### Proxy Form A

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

Darre 20		Written at			
			Month		
(1) I/We			Nation	nality	
	Road				
	Province				
	of Thainakarin Hospital Public Compan				
	shares and having	*		votes as follows:	
	shares having the				
	shares having the				
(3) Hereby appoint (Plea Please make a 🗴 or	se choose one option)  ✓ mark in the box □ in front of ite in the box □ in front of item 2. or				
☐ 1. Name		• •			
	Sub-district				
	Postal Code				
Name		Age	Years, Residir	ng at	
	Sub-district				
Province	Postal Code				
$\square$ 2. Chairman of the A	udit Committee				
Mr. Kraisak Kadkur	Age 58 Y	'ears <u>or</u>			
3. Audit Committee I	Member				
Assoc. Prof. Panya	Issarawornrawanich, Ph.D. Age 49 Y	'ears			
Profiles of the Chairm	an of the Audit Committee and Audit	Committee Membe	er is set out in Attach	nment 6 of Notice	
of Annual General Meetin	g of Shareholders for the year 2021				
Only one of them as r	ny/our proxy to attend and vote on my/	our behalf at the Ar	nnual General Meetii	ng of Shareholders	
for the year 2021, on Th	ursday 18 <sup>th</sup> November 2021 by Electr	onic Meeting (E-AG	M) at Meeting Roor	n A, on 4 <sup>th</sup> Floor,	
Thainakarin Hospital Build	ing, No. 345 Debaratna Road., (Bangna	a-Trad Road) k.m 3.	5, Bangna Nuea, Ba	ngna, Bangkok, or	
such other date, time and	place as the meeting may be adjourn	ed.			
Any acts performed b	y the proxy in this meeting shall be de	eemed to be the ac	tions performed by	myself/ourselves.	
		Signed		Grantor	
				)	
	5			Proxy	
		(			
		Signed		Proxy	
		(		)	
		Signed		Proxy	
		J			

Remarks: Ashareholder 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.

# Duty Stamp of Baht 20

### **Proxy Form B**

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

Baht 20			Written at		
			Date	Month	Year 202
1) I/We				Nat	tionality
	Road				
	Province _				
2) Being a shareho	older of Thainakarin Hospital Pub	lic Company Limi	ted ("the Cor	npany")	
_	ofshares				votes as follows:
	shares				
	reshares				
	t (Please choose one option)  ★ or ✓ mark in the box ☐ in  in the box ☐ in front o				
Road	Sub-dis	strict		District	
Province	Postal	Code		<u>or</u>	
	Sub-dis				
	Postal the Audit Committee	Code			
Mr. Kraisak k  3. Audit Comm Assoc. Prof.  Profiles of the	Kadkum Nittee Member Panya Issarawornrawanich, Ph.D. Chairman of the Audit Committee	and Audit Comm		r is set out in Att	tachment 6 of Notic
	Meeting of Shareholders for the year				
for the year 2021, Thainakarin Hospita	em as my/our proxy to attend and on on Thursday 18 <sup>th</sup> November 202 l Building, No. 345 Debaratna Ro ne and place as the meeting may	1 by Electronic <i>M</i> ad., (Bangna-Trad	leeting (E-AG/	M) at Meeting Ro	oom A, on 4 <sup>th</sup> Flooi
Agenda 1	ient my/our proxy to vote at the note ieneral update by the Presiden  (a) The proxy shall have the right  (b) The proxy shall vote in accompany	t nt to consider and v	vote on my/ou	ur behalf as he/sh as follows:	ne deems appropriat
Agenda 2 T	o approve of the Minutes of the	Annual General M	leeting 2020	which was held	since 19 <sup>th</sup> Novembe
_	020				
_	$\square$ (a) The proxy shall have the righ $\square$ (b) The proxy shall vote in acc				ne deems appropriat

☐ Disapprove

☐ Abstain

☐ Approve

☐ Agenda 3	_		ige the Annual Report 20.	' '			
	_		•	e on my/our behalf as he/she deems appropriate			
	<b>□</b> (b)		n accordance with my/our				
		☐ Approve	☐ Disapprove	Abstain			
$\square$ Agenda 4 To consider and approve the Auditor's Report and the Financial Statements for the year ended							
	31 <sup>st</sup> Ju	lly 2021 which has be	en audited by EY Office I	Limited			
	☐ (a)	The proxy shall have th	ne right to consider and vote	e on my/our behalf as he/she deems appropriate			
	□ (b)	The proxy shall vote i	n accordance with my/our	intention as follows:			
		☐ Approve	☐ Disapprove	Abstain			
Agenda 5 To consider and approve the allocation profit for the year from 1 <sup>st</sup> August 2020 to 31 <sup>st</sup> July 2021 and dividend payment							
	_	• •	ne right to consider and vote	e on my/our behalf as he/she deems appropriate			
	_		n accordance with my/our				
	<b>—</b> (D)	Approve	Disapprove	Abstain			
_		11	• •				
☐ Agenda 6				irectors who retired by rotation and amend			
	_	•	ors (if any) as follows:				
				e on my/our behalf as he/she deems appropriate			
	<b>□</b> (b)		in accordance with my/ou				
			roup of nominated directo				
		Approve	Disapprove	Abstain			
		☐ Elect each nomin	nated director individually				
			Mr. Prapat Suthawate	(Director)			
		☐ Approve	☐ Disapprove	Abstain			
		<u>Director's name</u>	Mr. Norathep Sihanartkata	kul (Director)			
		☐ Approve	Disapprove	Abstain			
		<u>Director's name</u>	Mr. Tosaporn Sihanatkatha	akul (Director)			
		☐ Approve	Disapprove	Abstain			
		Director's name	Mr. Chailerg Viriyarattanap	orn			
			(Director, Independent Dir	ector and Member of the Audit Committee)			
		☐ Approve	Disapprove	Abstain			
		<u>Director's name</u>	Col. Dan Tanphaichitra, M.	.D.			
			(proposed to appoint inste	ead of Prof. Emeritus Deja Tanphaichitra, M.D.)			
		☐ Approve	Disapprove	Abstain			
Agenda 7 To consider and determine remunerations of the Company's directors and Audit Committee members 2022							
$\Box$ (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate							
(a) The proxy shall note in accordance with my/our intention as follows:							
	<b>—</b> (D)	Approve	Disapprove	Abstain			
п	_						
Agenda 8 To consider and approve appointment of auditors, and to determine auditors' fee for the accounting							
	period from 1 <sup>st</sup> August 2021 to 31 <sup>st</sup> July 2022						
	$\Box$ (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate $\Box$ (b) The proxy shall vote in accordance with my/our intention as follows:						
	<b>□</b> (b)						
		☐ Approve	Disapprove	Abstain			

Control   Cont			oort of the Construction  (a) The proxy shall have th  (b) The proxy shall vote in  Approve	e right to consider and vot	e on my/our behalf as he/s	she deems appropriate
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 agent the event that the meeting considers or passes resolutions in any matters other than those specified above, in in the event that there is any amendment or addition of any facts, the proxy shall have the right to consi 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 acceptant my/our voting intention specified herein, shall be deemed to be the actions performed by myself/ourselv  Signed			(a) The proxy shall have th	ne right to consider and voton accordance with my/ou	intention as follows:	she deems appropriate
(	(6)	incorrect and is n In the event that the event that the in the event that vote on my /our Any acts perform	ot made on my/our behald I/we have not specified on the meeting considers or pass there is any amendment behalf as he/she deems a ed by the proxy in this me	If as the shareholder.  If have not clearly specificates resolutions in any mate or addition of any facts, appropriate in all respects eeting, except in the everyone respects.	ed my/our voting intention ters other than those spe the proxy shall have the nt that the proxy does no	on in any agenda, or in cified above, including right to consider and ot vote in accordance
()   Signed Proxy				Signed		Grantor )
()				Signed (		Proxy )
Signed Proxy           ()				Signed (		
				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 ("the Company") for the Annual General Meeting of Shareholders for the year 2021, on Thursday 18<sup>th</sup> November 2021 by Electronic Meeting (E-AGM) at Meeting Room A, on 4<sup>th</sup> 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.

☐ <u>Agenda</u>	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	_ <u>Re:</u>
	$\square$ (a) The proxy shall have the right to consider and vote on my/our behalf as he/
	she deems appropriate
	<ul><li>□ (b) The proxy shall vote in accordance with my/our intention as follows:</li><li>□ Approve</li><li>□ Abstain</li></ul>
☐ 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
☐ <u>Agenda</u>	Re:
	$\square$ (a) The proxy shall have the right to consider and vote on my/our behalf as he/
	she deems appropriate
	<ul><li>☐ (b) The proxy shall vote in accordance with my/our intention as follows:</li><li>☐ Approve</li><li>☐ Disapprove</li><li>☐ Abstain</li></ul>
☐ Agenda	Re:
	$\Box$ (a) The proxy shall have the right to consider and vote on my/our behalf as he/
	she deems appropriate
	$\square$ (b) The proxy shall vote in accordance with my/our intention as follows:
	☐ Approve ☐ Disapprove ☐ Abstain
☐ <u>Agenda</u>	_ Re:
	lacksquare (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

☐ <u>Agenda</u>	Re:		
	Director's name	☐ Disapprove	☐ Abstain
	Director's name  Approve	☐ Disapprove	☐ Abstain
	Director's name  Approve	Disapprove	Abstain
	Director's name  Approve	Disapprove	Abstain
	Director's name  Approve	Disapprove	Abstain
	Director's name  Approve	Disapprove	Abstain
	Director's name Approve	Disapprove	Abstain
	Director's name  Approve	Disapprove	Abstain
	Director's name Approve	Disapprove	Abstain
	Director's name  Approve	Disapprove	Abstain
	Director's name  Approve	☐ Disapprove	Abstain
	Director's name  Approve	☐ Disapprove	Abstain
	Director's name  Approve	Disapprove	Abstain
	Director's name  Approve	Disapprove	Abstain
	Director's name  Approve	Disapprove	Abstain
	Director's name  Approve	Disapprove	Abstain
	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 2021	
(1) I/We				Natior	nality	
District		Province		Postal Code		
Who is the	Who is the shareholder of Thainakarin Hospital Public Company Limited ("the Company")					
Holding a to	otal of	shares and having t	he vote equal to	\	otes as follows:	
Ordinary sha	are	shares having the vo	ote equal to	\	otes .	
Preference :	share	shares having the vo	ote equal to	\	otes otes	
(2) Hereby app	oint (Please choose on	e option)				
		he box $\square$ in front of item	1. and indicate deta	ails of the proxy,	or	
		$\times$ $\square$ in front of item 2. or 3.				
■ 1. Name			Age	Years, Residir	ng at	
Road		Sub-district		District		
=		Postal Code				
		Sub-district				
		Postal Code				
	of the Audit Committe					
	ak Kadkum	Age 58 Yea	ars <u>or</u>			
	mmittee Member					
Assoc. Pr	of. Panya Issarawornrav	vanich, Ph.D. Age 49 Yea	ars			
	ne Chairman of the Auc al Meeting of Sharehold	lit Committee and Audit Co ders for the year 2021	ommittee Member is	set out in Attacl	nment 6 of Notice	
for the year 202 Thainakarin Hosp	21, on Thursday 18 <sup>th</sup> No	o attend and vote on my/or ovember 2021 by Electron ebaratna Road, (Bangna-Trac ing may be adjourned.	ic Meeting (E-AGM)	at Meeting Roor	m A, on 4 <sup>th</sup> Floor,	
Grant m		attend and vote at the me nce with the total number of as follows:		naving the right to	o vote	
☐ Ordi	nary share	shares and having th	ne right to vote equa	al to	Votes	
☐ Prefe	erence share	shares and having th	ne right to vote equa	al to	Votes	
Totaling		Votes				
(4) I/We hereby	grant my/our proxy to	vote at the meeting on my	//our behalf as follo	WS:		
_		,				
<b>□</b> Agenda		ll have the right to consider a			deems appropriate	
		all vote in accordance with	_			
	■ Approve_	votes $\square$ Disappi	rovevotes	■ Abstain	_votes	

Agenda 2 To approve of the Minutes of the Annual General Meeting 2020 which was held since							
19 <sup>th</sup> November 2020							
$\square$ (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate $\square$ (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 2021 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: ☐ Approvevotes ☐ Disapprovevotes ☐ Abstainvotes							
_							
Agenda 4 To consider and approve the Auditor's Report and the Financial Statements for the year ended							
31st July 2021 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:							
Approvevotes Disapprovevotes Abstainvotes							
Agenda 5 To consider and approve the allocation profit for the year from 1st August 2020 to 31st July 2021							
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:							
Approvevotes Disapprovevotes Abstainvotes							
Agenda 6 To consider the re-election of Directors replacing Directors who retired by rotation and amend							
the authority of the Directors (if any) 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:							
☐ Elect the entire group of nominated directors							
Approvevotes Disapprovevotes Abstainvotes							
☐ Elect each nominated director individually							
<u>Director's name</u> Mr. Prapat Suthawate (Director)  ☐ Approve ☐ Disapprove ☐ Abstain							
Director's name Mr. Norathep Sihanartkatakul (Director)							
Approve Disapprove Abstain							
Director's name Mr. Tosaporn Sihanatkathakul (Director)							
Approve Disapprove Abstain							
<u>Director's name</u> Mr. Chailerg Viriyarattanaporn							
(Director, Independent Director and Member of the Audit Committee)							
☐ Approve ☐ Disapprove ☐ Abstain							
<u>Director's name</u> Col. Dan Tanphaichitra, M.D.							
(proposed to appoint instead of Prof. Emeritus Deja Tanphaichitra, M.D.)							
Approve Disapprove Disapprove							
☐ Agenda 7 To consider and determine remunerations of the Company's directors and Audit Committee							
members 2022							
lacksquare (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate							
lacksquare (b) The proxy shall vote in accordance with my/our intention as follows:							
☐ Approvevotes ☐ Disapprovevotes ☐ Abstainvotes							

	Agenda 8 To consider and approve appointment of auditors, and to determine auditors' fee for the
	accounting period from 1st August 2021 to 31st July 2022
	$\square$ (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate $\square$ (b) The proxy shall vote in accordance with my/our intention as follows:
	Approvevotes Disapprovevotes Abstainvotes
	☐ Agenda 9 Report of the Construction Project of Thainakarin Hospital 2
	$\square$ (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:
	☐ Approvevotes ☐ Disapprovevotes ☐ Abstainvotes
	Agenda 10 To consider other matters (if any)
	$\square$ (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:
	☐ Approvevotes ☐ Disapprovevotes ☐ Abstainvotes
	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. 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
	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
	( )
	` <u> </u>
Ren	narks: 1. 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 and safekeeping agent.
	2. Documents required to be submitted with this Proxy Form are:

- - - (1) A power of attorney from the shareholder empowering the custodian to sign this Proxy Form on his/her
    - (2) A document confirming that the person who signs the Proxy Form is licensed to operate the custodian business
  - 3. 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.
  - 4. In the agenda regarding election of directors, the entire group of nominated directors, or any individual nominated directors, can be elected.
  - 5. 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 ("the Company") for the Annual General Meeting of Shareholders for the year 2021, on Thursday 18<sup>th</sup> November 2021 by Electronic Meeting (E-AGM) at Meeting Room A, on 4<sup>th</sup> 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.

☐ <u>Agenda</u>	_ Re:
	lacksquare (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:
	☐ Approvevotes ☐ Disapprovevotes ☐ Abstainvotes
☐ <u>Agenda</u>	Re:
	lacksquare (a) The proxy shall have the right to consider and vote on my/our behalf as he/
	she deems appropriate
	$\square$ (b) The proxy shall vote in accordance with my/our intention as follows:
	Approvevotes Disapprovevotes Abstainvotes
☐ <u>Agenda</u>	Re:
	lacksquare (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:
	Approvevotes Disapprovevotes Abstainvotes
☐ <u>Agenda</u>	_ Re:
	lacksquare (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:
	☐ Approvevotes ☐ Disapprovevotes ☐ Abstainvotes
☐ <u>Agenda</u>	_ 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:
	☐ Approvevotes ☐ Disapprovevotes ☐ Abstainvotes
☐ <u>Agenda</u>	_ Re:
	$\square$ (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:					
	Director's name _ Approve Director's name _	_votes	☐ Disapprove	votes	☐ Abstain	votes
	Approve	_votes	☐ Disapprove	votes	☐ Abstain	votes
	Director's name _ Approve		☐ Disapprove	votes	☐ Abstain	votes
	Director's name _		☐ Disapprove	votes	☐ Abstain	votes
	Director's name _		☐ Disapprove	votes	☐ Abstain	votes
	Director's name _ Approve		☐ Disapprove	votes	☐ Abstain	votes
	Director's name _	_votes	☐ Disapprove	votes	☐ Abstain	votes
	Director's name _		☐ Disapprove	votes	☐ Abstain	votes
	Director's name _		☐ Disapprove	votes	☐ Abstain	votes
	Director's name _		☐ Disapprove	votes	☐ Abstain	votes
	Director's name _		☐ Disapprove	votes	☐ Abstain	votes
	Director's name _		☐ Disapprove	votes	☐ Abstain	votes
	Director's name _		☐ Disapprove	votes	☐ Abstain	votes
	Director's name _		☐ Disapprove	votes	☐ Abstain_	votes
	Director's name _		☐ Disapprove	votes	☐ Abstain	votes
	Director's name _					
	Director's name _		☐ Disapprove_			

#### Attachment 8

# Detail and procedures for the Annual General Meeting of Shareholders via Electronic Means

Due to the situation of the outbreak of COVID-19 is still uncertain and to prevent the spread of COVID-19. Thainakarin Hospital Public Company Limited ("the Company") resolve to approve convening of the Annual General Meeting of Shareholders for the year 2021 only through Electronic Means (E-AGM), on 18<sup>th</sup> November 2021, without any physical registration or meeting settlement. In this regards, the company has employed Inventech System (Thailand) Company Limited to provide service and system for the Meeting through Electronic Means.

Shareholders who wish to attend the Meeting through Electronic Means are requires to proceed in accordance with the following guidelines:

#### Procedure for submitting a request to attend the meeting via Electronic Means

- 1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at: https://app.inventech.co.th/TNH133340R/ or scan QR Code:
- 2. The Shareholders must prepare the following information to fill-in through the system:
  - Identification Card Number / Passport Number for foreigner
  - Shareholders Registration Number (Appear on a notification of meeting)
  - Name and Surname
  - Amount of shares
  - E-Mail Address
  - Mobile Number
  - Additional Attachments
    - For Shareholders who wish to attend the meeting by Electronic Means themselves, please attach the copy of Identification Card / Passport for foreigner and certified true copy, and a photo is also applicable to upload into the system.
    - For Shareholders who wish to attend the meeting by Electronic Means with proxies, please also attached the Proxy Forms with required documents.
- 3. After completely filled-in all required information and attachment, please select "I have read and agreed to comply with meeting attendance requirements, and meeting attendance requirements through Inventech Connect" then click "accept on the term of service".
- 4. Then click to "submit the request".
- 5. After completing the fourth step: An assigned administration team will proof the document. Once your request is approved, the Shareholders will receive an email to notify on the followings:
  - 1) Link of meeting
  - 2) Username and Password for e-Voting
  - 3) Link for user manual. The Shareholders can access the system to attend the meeting on the date specified in the notice of the shareholders' meeting. In case the request is rejected, shareholders will receive an email to notify them on the details and the reason for rejection, then the shareholders can resubmit through the system.

- 6. For Shareholders who would like to attend the Meeting through the Electronic Means by proxy, please appoint any person to act as your proxy or authorize one of the Company's Audit Committee Member to attend and vote on your behalf.
- 7. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided Audit Committee Member, please note that the electronic registration will be available from 11<sup>th</sup> November 2021 at 08:30 a.m. onward until 18<sup>th</sup> November 2021 Until the end of the meeting
- 8. For Shareholders who authorize one of the Company's Audit Committee Member to attend and vote on his or her behalf, please submit the proxy form together with required documents to the Company by mail to the following address. Such proxy form and required documents shall be delivered to the Company by 17<sup>th</sup> November 2021 at 04.30 p.m.

To: Company Secretary (Proxy Form) Thainakarin Hospital Public Company Limited No 345, Debaratna Road, Bangna-Nuea, Bangna, Bangkok 10260

#### Manual to attend the Meeting by Electronic Means and login for Inventech Connect (Live Streaming)

- 1. Meeting and Inventech Connect (Live Streaming) systems support Web Browser procedure and operation manual as below:
  - 1.1 Using Inventech Connect (Live Streaming)

Manual Inventech Connect (Live Streaming) https://qrgo.page.link/obr8g or Scan QR Code



- 1.1.1 Steps for using Inventech Connect (Live Streaming):
  - Shareholders click the link to enter the Meeting Room in the approval notification Email for Inventech Connect.
  - 2. Then the system will display information for e-Register. Fill-in the Username and Password that received by email, then click "sign-in" button.
  - The system will display the Shareholders' registration information. (\*At this procedure, it will be considered that the Shareholders has already registered to attend the meeting and the number of shares of the Shareholder to be counted as a quorum.)
  - 4. After step 3, The Shareholders will be able to watch the live broadcast and can vote as follows:
    - 4.1 Press on the menu (Top left corner) or symbol as in the picture.

- 4.2 Go to the menu "Live"
- 4.3 The system will display the menu to access all 4 parts. 1. Live 2. Vote 3. Question 4. File
- 5. If shareholders want to watch live streaming (Live Streaming), Can press the button
- 6. When Shareholders want to **vote**, choose the agenda to vote. Can press the button "Vote" then the system will show all 4 voting buttons i.e. 1. Agree (green colour), 2. Disagree (red colour), 3. Abstain (orange colour), and 4. Do not submit vote (blue colour). If selecting "Do not submit vote" or "Abstain", the Company will put your votes into the scores determined by the meeting, and voting may be changed until the agenda ends voting results submission.

- 7. If shareholders want to **send question**, Shareholders can 2 options **1. Message** shareholders can do this by typing the letters and sending. **2. Voice message** shareholders can do press to "record" then finish shareholders press to "stop record" and sending
- 8. Shareholders can conduct a review of the votes on an agenda basis. When the voting results are closed, select the agenda you want to review, and then the system will display a graph and a table showing voting information of the selected session.
- 9. If shareholders want to **download file shareholders** can do press to "File"
- \*10. In the event that a Shareholder has been authorized by multiple accounts, select "User Icon" and click on the "Switch Account" button to access other accounts. Votes and quorum will not be removed from the meeting.
- \*11. Shareholders may leave the meeting by selecting the "User Icon" and click "Leave Meeting" button.

\*At this step, if the Shareholder leave the meeting during the meeting, the system will remove the right to vote of the Shareholders from the meeting on the agenda that has not yet been processed.

- 12. The electronic conference system will be available on 18<sup>th</sup> November 2021 at 12.00 p.m. (2 hours before the opening of the meeting). Shareholders or proxies shall use the provided Username and Password and follow the instruction manual to access the system.
- 13. The functionality of the electronic conferencing system (Live Streaming) and Inventech Connect is dependent on the internet system supported by shareholders or proxies. Please use the device and the following programs to operate the system.
  - Recommended internet speed should be at least 4 Mbps
  - Internet Browser: Firefox or Chrome (recommended) or Safari.

#### Remark:

- 1. The Shareholders must fill-in the **Username** and **Password** that received via email for register and join the meeting, at this procedure, it will be considered that the Shareholders has already registered to attend the meeting, (if Shareholders do not register to attend the meeting, your shares will not be counted as a quorum, and you cannot vote or watch the live meeting). Also, if the Shareholders leave the meeting during the meeting by pressing the "leave the meeting" button, the system will remove the votes of the Shareholders from the quorum of the meeting.
- 2. The Shareholders must prepare the Email Address for e-Request to obtain 1. Link for the meeting, and 2. Username and Password for attending the meeting.
- 3. The required information must be aligned with the information as of the record date that provided by Thailand Securities Depository Co., Ltd (TSD).

#### For registration troubleshooting, please contact Inventech Call Center

Tel. 0 2021 9121, available during 11<sup>th</sup> November 2021 - 18<sup>th</sup> November 2021 at 08.30 a.m. - 05.00 p.m. or until the end of the meeting (working days only).



# THAINAKARIN HOSPITAL PUBLIC COMPANY LIMITED

No. 345 Debaratna Road (Bangna-Trad Road) km 3.5, Bangna Nuea, Bangna, Bangkok 10260 Phone: 0 2340 7777, 0 2340 6488, 0 2340 6499, 0 2361 2727, 0 2361 2828 Fax: 0 2340 6431 E-mail: info@thainakarin.co.th

www.thainakarin.co.th