

Notice of the Annual General Meeting of Shareholders for the Year 2024

Wednesday 20th November 2024 at 14.00 hours Electronic Meeting (E-AGM)
by broadcasting live at the Meeting Room A, 4th Floor,
Thainakarin Hospital Building

The Company will hold the Annual General Meeting of Shareholders via Electronic Means, where by shareholders can attend the meeting via Electronic Means in person or by appointing a proxy to another person or appointing the Audit Committee Member to attend the meeting instead.



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TNH. 040 / 2024

21st October 2024

- Subject: Invitation to Attend the Annual General Meeting of Shareholders for the Year 2024
- To: Shareholders of Thainakarin Hospital Public Company Limited
- Attachments:
1. A copy of the Minutes of the Annual General Meeting of Shareholders 2023 held on 22nd November 2023
 2. 56-1 One Report 2024 (in QR Code format)
 3. Profiles of Directors who have retired by rotation and nominated to re-elect as directors for another term
 4. Articles of Association of Thainakarin Hospital Public Company Limited regarding the 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

The Board of Directors of Thainakarin Hospital Public Company Limited has resolved to convene the Annual General Meeting of Shareholders for the year 2024 on Wednesday 20th November 2024 at 14.00 hours in Electronic Meeting (E-AGM) only by broadcasting live at the Meeting Room A, 4th Floor, Thainakarin Hospital Building, to consider the following agenda items:

Agenda ① General update by the Chairman

Agenda ② To consider the Company's performance in 2024

Objective and Rationale: To report operating performance and major information of the Company as appeared in the 56-1 One Report 2024, which has been submitted to the shareholders (in QR Code format) together with the invitation notice, as per Attachment 2.

The Board's Opinion: The Board of Directors considered that the One Report (56-1) 2024 should be proposed to the Meeting for acknowledgement.

Agenda ③ Report of the Construction Project of Thainakarin Hospital 2

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

The Board's Opinion: The Board of Directors' Meeting resolved that the status of Thainakarin Hospital 2 Project should be reported to the Meeting for acknowledgement.

Agenda 4 To consider and approve the Auditor’s Report and the Consolidated Financial Statements for the year ended 31st July 2024 which have been audited by EY Office Limited

Objective and Rationale: To comply with the 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 31st July 2024, which have been prepared by the Company and audited by the Audit Committee and the auditors of EY Office Limited according to relevant laws. Details are as shown in the 56-1 One Report 2024, as per Attachment 2.

(Unit: Million Baht)

Statement	Consolidated Financial Statements			Separate Financial Statements		
	2024	2023	2022	2024	2023	2022
Total assets	3,564.19	3,181.14	2,969.68	3,563.54	3,180.20	2,967.95
Total liabilities	502.64	446.51	485.69	502.49	446.36	484.47
Total shareholders’ equity	3,061.55	2,734.63	2,483.99	3,061.05	2,733.84	2,483.48
Paid-up capital	180.00	180.00	180.00	180.00	180.00	180.00
Total revenues	2,737.36	2,429.20	2,609.14	2,737.28	2,428.43	2,605.34
Net profit	434.92	350.57	425.35	435.22	350.29	424.83
Earnings per share (baht/share)	2.42	1.95	2.36	2.42	1.95	2.36

Agenda 5 To consider and approve the distribution of annual profit for the year from 1st August 2023 to 31st July 2024 and annual dividend payment of year 2024

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 2024 operations, the Company has a separate net profit for the year 2024 of 435,216,715 baht (Baht Four Hundred Thirty Five Million Two Hundred Sixteen Thousand Seven Hundred and Fifteen Only).

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

Operating Results and Dividend Payment	2023	2022	2021
Net profit (baht)	350,293,631	424,829,940	293,415,820
Number of shares (share)	180,000,000	180,000,000	180,000,000
Annual dividend (baht/share)	0.60	0.60	0.50
Dividend payout ratio (%)	30.83	25.42	30.67

The Board’s Opinion: The Board of Directors considered that the Company had a separate net profit for the year ended 31st July 2024 of 435,216,715 baht (Baht Four Hundred Thirty Five Million Two Hundred Sixteen Thousand Seven Hundred and Fifteen Only), and proposed that the Meeting consider and approve the dividend payment for the operating results from 1st August 2023 to 31st July 2024 at the rate of 0.60 baht per share, equal to 108,000,000 baht (Baht One Hundred and Eight Million Only) or the dividend payout ratio of 24.82%. Such dividends will be payable to the shareholders whose names are listed on the record date of 4th December 2024 and dividend payment will be made on 17th December 2024. However, the entitlement to dividend is subject to the approval of the Meeting.

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

Objective and Rationale: According to Section 71 of the Public Limited Companies Act B.E. 2535 and Article 18 of the Company's Articles of Association, one-third of the Company's directors shall retire from office and those retiring by rotation may be re-elected. Presently, there are 4 directors from a total of 12 directors who are due to retire by rotation, namely:

1. Mr. Prapat Suthawate Director
2. Mr. Norathep Sihanartkatakul Director
3. Mr. Tosaporn Sihanatkathakul Director
4. 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. Thus, it is deemed appropriate to propose that the Meeting consider and re-elect all the directors retiring by rotation to continue their office for another term, namely:

1. Mr. Prapat Suthawate Director
2. Mr. Norathep Sihanartkatakul Director
3. Mr. Tosaporn Sihanatkathakul Director
4. Mr. Chailerg Viriyarattanaporn Director, Independent Director and Member of the Audit Committee

The directors in 4th order shall be Independent Director and the Member of the Audit Committee members 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 the remunerations of the Company's directors and Audit Committee members in 2025

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

The Board's Opinion: The Board of Directors scrutinized such remuneration, taking account of various suitability criteria, economic conditions and continual growth of the Company, and deemed it appropriate to propose that the Meeting consider and determine remunerations of the Company's Director and Audit Committee Members for the year 2024 at the rate as shown in the following details:

Board of Directors	Attendance fees (Baht/Meeting)		Audit Committee	Attendance fees (Baht/Meeting)	
	2025	2024		2025	2024
Chairman of the Board	30,000	30,000	Chairman of the Audit Committee	30,000	30,000
Directors	20,000	20,000	Audit Committee Member	20,000	20,000

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 2024).

Agenda 8 To consider and approve the appointment of auditors, and to determine auditors' fees for the accounting period from 1st August 2024 to 31st July 2025

Objective and Rationale: To comply with Section 120 of the Public Limited Companies Act B.E. 2535, stipulating that the Annual General Meeting of Shareholders shall appoint auditors and determine audit fee of the Company every year, where the same auditors may be re-appointed. The Audit Committee considered and selected EY Office Limited to be the Company's audit firm for the year 2025 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	2025	2024
Quarterly review separate financial statements fees, 3 quarters (Separate Financial Statements)	420,000	420,000
Annual Audit fees (Separate Financial Statements)	850,000	850,000
Quarterly review fees, 3 quarters (Consolidated Financial Statements)	75,000	75,000
Annual Audit fees (Consolidated Financial Statements)	50,000	50,000
Total	1,395,000	1,395,000

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
Mr. Samran Taengcham	8021	4 fiscal year (2021 - 2024)
Mr. Somsak Chiratdhitiampiyong	8874	Never signed the Company's financial statements

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

The Board's Opinion: The Board of Directors considered and deemed it appropriate to propose to the Meeting for appointment of Mrs. Sarinda Hirunprasurtwutti, CPA No. 4799, or Mr. Samran Taengcham, CPA No. 8021, or Mr. Somsak Chiratdhitiampiyong, CPA No. 8874 of EY Office Limited as the Company's auditors for the year 2025 for the accounting period from 1st August 2024 to 31st July 2025. The audit fees for consolidated financial statement (quarterly review and annual audit) amount to the total auditors' remuneration of 1,395,000 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 2024). Such fees and expenses have been appropriately scrutinized by the Audit Committee.

Agenda 9 To consider other matters (if any)

The Company has determined the names of shareholders who are entitled to attend the Annual General Meeting of Shareholders 2024 and would like to invite all shareholders to attend the Annual General Meeting of Shareholders 2024 via Electronic Means on 20th November 2024, 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 2024 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. Kraisa Kadkum or Assoc. Prof. Panya Issarawornrawanich, Ph.D., details as per Attachment 6, as his/her proxy.

In order for the 2024 Annual General Meeting of Shareholders 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 56-1 One Report 2024 in a QR Code format (Electronic files) only and delivered to shareholders according to Attachment 2. The shareholders can download the 56-1 One Report 2024 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 2023 of Thainakarin Hospital Public Company Limited

Time and place

The Annual General Meeting 2023 was held on Wednesday, 22nd November 2023; at 14.00 hours via Electronic Means (E-AGM) live broadcast from 4th Floor Meeting Room A, Thainakarin Hospital Building with the attendees as follows:

Name of directors who attended the meeting

1. Charoen	Meensook, M.D.	Chairman of the Board
2. Mr. Thiti	Sihanatkathakul	Director and Chief Executive Officer
3. Mr. Prapat	Suthawate	Director and Company Secretary
4. Arkom	Cheirsilpa, M.D.	Director
5. Mr. Pitipat	Sihanatkathakul	Director
6. Mr. Tosaporn	Sihanatkathakul	Director
7. Col. Dan	Tanphaichitra, M.D.	Director
8. Mr. Kraisak	Kadkum	Director, Independent Director and Chairman of the Audit Committee
9. Assoc. Prof. Panya	Issarawornrawanich, Ph.D.	Director, Independent Director and Member of the Audit Committee
10. Mr. Chailerg	Viriyarattanaporn	Director, Independent Director and Member of the Audit Committee

Name of directors who did not attend the meeting

1. Mr. Norathep	Sihanartkatakul	Director
2. 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. Thipachart	Punyaratabandhu, M.D.	Hospital Director and Medical Director
3. Rungarun	Gaesawahong, Ph.D.	Nurse Director
4. Miss Perapa	Teerajareonsup	Acting as the person taking the highest responsibility in finance and accounting and Accounting Manager
5. Miss Tidarat	Chotirat	Administrative Manager

Name of the auditors who attended the meeting

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

Miss Thanarat Charoenrath, designated as the moderator, introduce the Company's director, Executive and Invitee attending the meeting. However, There is 2 member of the Board of directors unable to attend the meeting, namely Mr. Norathep Sihanartkatakul and Assoc. Prof. Chertsak Dhiraputra, M.D. This is to facilitate participation in the shareholder's meeting. The Company has therefore arranged the Annual General Meeting of Shareholders to be a shareholders' meeting via electronic media, following the rules stipulated in the law relating to arrangements via electronic media. After that Miss Thanarat explained the regulations 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 2023, the Company used the registration and vote casting system through electronic meeting by INVENTECH SYSTEMS (THAILAND) CO., LTD., in conducting this meeting. Miss Thanarat explained the voting procedures and questions asked at the meeting. (Presentation on screen) In the case of vote counting, only the shareholders and proxies who voted against, abstained, and invalid ballots would be counted. The said votes will be deducted from the total number of votes, and the votes of the rest of the meeting attendees will be regarded as the votes in favor of that agenda.

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

1. Agendas 1, 2 and 3 For acknowledgement only.
2. Agendas 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.

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.

Miss Thanarat, designated as the moderator, informed the Meeting that there were 17 shareholders holding a total of 19,673,803 shares present in person, and 12 shareholders holding a total of 103,427,400 shares present by proxy. In total, there were 29 shareholders, representing 123,101,203 shares or equivalent to 68.39% 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.

After the explanation, Miss Thanarat started proceeding with the agenda items according to the sequence.

Agenda ① General update by the Chairman

- No matter to inform the meeting -

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

Agenda ② To consider the Company's Performance in 2023

Miss Thanarat proposed that the Meeting consider 56-1 One Report 2023 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.

Miss Pornnarit Leelaaporn, a shareholder who came in person, asked the following questions: 1. Inquire about the impact and preparations in the event that other private hospitals open for service in the vicinity of the hospital. 2. Implementation plans work on expanding the hospital's services in the future.

Prof. Pittayapoom explained to the meeting that at present, in Bangna area and the Eastern region of the country, there is an increased rate of growth and business expansion. This has caused various hospitals to emerge. The hospital has analyzed the situation and planned strategies to develop products that are different from other hospitals by performing Cancer Center, Kidney Transplant, which is considered a high-class service. It is different from the surrounding area and has the potential to attract service users from Samut Prakan Province and the Eastern region of the country to use the hospital's services.

The Company has planned a strategy for product development in order to be able to provide different services and create an impression on service recipients including plans to expand services that are more clear. An agency has been added called "International Service" regarding to the hospital has top personnel at the medical university level as well as cooperation with other hospitals abroad. This is the starting point for expanding care for patients in the Cambodia, Laos, Myanmar, Vietnam (CLMV) group and those in China. which is another main way

Another thing is that the company has expanded its services to the Eastern region of the country according to the Company's vision. Currently, it has been completely opened a clinic in Chachoengsao province under the name "Saha Clinic Chachoengsao". As for the operation, it will be in accordance with the Company's procedures. The work has been planned including proactive services such as health examinations for contract groups in the Eastern region of the country. It will be made into a mobile unit which expands the service recipient base on the Company and clear strategy. Therefore, it shows that the Company gets ready to plan analyze the situation carefully and has been carefully implemented to ensure stable development.

After the explanation to the meeting, there was no further question.

Miss Thanarat informed the Meeting that Agenda 2 was for acknowledgement and thus required no vote casting.

Agenda 3 Report on the Thainakarin Hospital 2 Project

Mr. Prapat Suthawate, reported that from the shareholders' meeting for the year. 2018, which approved the investment budget for the Thainakarin 2 Hospital Project for 4,318 million baht, the Company has developed the project and completed the construction of two buildings within the project area: 1. a parking building and 2. a radiotherapy center building. Both buildings were opened for service in 2022.

For the progress that will be reported to the meeting at this time are as follow:

1. Currently, there is the construction of another parking building to support an increasing number of customers parking service, the construction has began last October and is scheduled to be completed around the end of November 2024.

2. For the construction of the Thainakarin 2 Hospital building, we are currently in the process of selecting a designer. There are 4 designers who have passed their qualifications. All 4 designers have received project information and have already come to survey the area and is scheduled to submit information for design bidding within December 2023.

Mr. Tosaporn clarified that currently, the scope of construction project is clearly defined. All 4 designers who have passed the selection process are currently in the design submission process. All companies have received a conclusion in the preliminary construction design that this project will have an area of approximately 57,000 - 60,000 square meters, a building with a height of more than 25 floors. The construction period will take at least 4 years. Currently, the estimated cost of the construction is not including equipment is 2,500 - 2,750 million baht.

Mr. Piyaphong Prasatthong, a shareholder, came in person. Inquiry: Is the Thainakarin Hospital 2 project close to the Yellow Line in order to expand services in the future?

Mr. Tosaporn clarified that the Thainakarin 2 Hospital Project, which is located in the area behind the hospital building, is not very far from the Yellow Line. In addition, in the future there will be a Silver Line electric train project that will run parallel to Theparatana Road. This is an important factor that makes the Company confident in the fact that the population will increase in Bangna area and believe that when the construction of Thainakarin 2 Hospital project is completed, Bangna area will be more business growth which will result in the Company more success in the future.

After the explanation to the meeting, there was no further question.

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

Agenda 4 To consider and approve the auditor's report and the financial statements for the year ended 31st July 2023 audited by the auditors of EY Office Limited

Mr. Kraisak clarified that from the 2023 annual information display form (Form 56-1 One Report) that the Company had presented to shareholders for consideration which contains details of the consolidated financial statements for the year ending 31st July 2023, consisting of: Statement of financial position, income, expenses, and operating results showing that the Company has a net profit of 350.57 million baht with an earnings per share of 1.95 baht per share, details of which appear in Form 56-1 One Report presented to shareholders and information on the screen that was presented to the shareholder meeting.

After the explanation to the meeting, there was no further question. The Meeting was then requested to consider and pass a resolution.

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

Resolution: The Meeting considered and resolved to approve the auditor's report and the Company's financial statements for the year ended 31st July 2023 which had been audited by the auditors of EY Office Limited by the votes as follows:

	Vote		%
Approved	123,193,803	Votes	100.00
Disapproved	0	Votes	0.00
Abstained	0	Votes	0.00

Agenda 5 To consider and approve profit allocation and dividend payment for shareholders for the year 2023

Miss Thanarat informed the Meeting that the Board of Directors had viewed that the Company's net profit for 2023 as of 31st July 2023 amounted to Baht 350,293,631 (Baht Three Hundred Fifty Million Two Hundred and Ninety-Three Thousand Six Hundred and Thirty-One Only) and proposed the Meeting to consider and approve dividend payment for the operating results from 1st August 2022 to 31st July 2023 at the rate of Baht 0.60 (Sixty Satang) per share, totaling Baht 108,000,000 (Baht One Hundred and Eight Million Only). The dividend payment shall be made to the shareholders whose names were listed on the record date of 4th December 2023. The date of payment was 20th December 2023.

Information on dividend payments from the year 2021 - 2023 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
2023	2,428.43	350.29	0.60	108	20 th Dec 2023
2022	2,605.34	424.82	0.60	108	14 th Dec 2022
2021	2,063.08	293.41	0.50	90	15 th Dec 2021

After the explanation to the meeting, there was no further question. The Meeting was then requested to consider and pass a resolution.

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

Resolution: The Meeting considered and resolved to approve dividend payment for the operating results from 1st August 2022 to 31st July 2023 at the rate of Baht 0.60 (Sixty Satang), totaling Baht 108,000,000 (Baht One Hundred and Eight Million Only). The dividend payment shall be made to the shareholders whose names were listed on the record date of 4th December 2023. The date of payment was 20th December 2023.

	Vote		%
Approved	123,193,803	Votes	100.00
Disapproved	0	Votes	0.00
Abstained	0	Votes	0.00

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

Miss Thanarat 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 12 directors were due to retire by rotation. Therefore, the Board of director propose to the meeting to consider appointing 4 directors as follows:

1. Arkom Cheirsilpa, M.D. Director
2. Mr. Thiti Sihanatkathakul Director
3. Assoc. Prof. Chertsak Dhiraputra, M.D. Director, Independent Director and
Member of the Audit Committee
4. Assoc. Prof. Panya Issarawornrawanich, Ph.D. Director, Independent Director and
Member of the Audit Committee

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

Miss Thanarat 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. Arkom Cheirsilpa, M.D. Director

	Vote		%
Approved	123,009,803	Votes	99.85
Disapproved	184,000	Votes	0.15
Abstained	0	Votes	0.00

2. Mr. Thiti		Sihanatkathakul	Director	
			Vote	%
Approved			120,524,803	Votes 97.83
Disapproved			184,000	Votes 0.15
Abstained			2,485,000	Votes 2.02

3. Assoc. Prof. Chertsak		Dhiraputra, M.D.	Director, Independent Director and Member of the Audit Committee	
			Vote	%
Approved			123,009,703	Votes 99.85
Disapproved			184,100	Votes 0.15
Abstained			0	Votes 0.00

4. Assoc. Prof. Panya		Issarawornrawanich, Ph.D.	Director, Independent Director and Member of the Audit Committee	
			Vote	%
Approved			123,009,703	Votes 99.85
Disapproved			184,100	Votes 0.15
Abstained			0	Votes 0.00

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

Miss Thanarat 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 2024 at the rates as follows:

Attendance fees for Board of Directors' Meeting

- Chairman of the Board Baht 30,000 per meeting
- Directors Baht 20,000 per meeting

Attendance fees for Audit Committee's Meeting

- Chairman of the Audit Committee Baht 30,000 per meeting
- Audit Committee Members Baht 20,000 per meeting

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 2024)

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

Miss Thanarat 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 2024 as proposed by the Board of Directors, by the votes as follows:

	Vote		%
Approved	87,664,603	Votes	100.00
Disapproved	0	Votes	0.00
Abstained	0	Votes	0.00
No voting rights	35,529,200	Votes	
Not counted as part of the voting base			

Agenda 8 To consider and approve appointment of auditors, and to determine auditors' fee for the accounting period from 1st August 2023 to 31st July 2024

Miss Thanarat 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. Patcharawan Koonarangsri CPA No. 6650, or
- Mr. Samran Taengcham CPA No. 8021

The Company's auditors for the year 2024 for the accounting period from 1st August 2023 to 31st July 2024, Comparative data on audit fees are as follows:

Auditors' Remuneration	2024	2023
Separate Financial Statements review fees, 3 quarters	420,000	390,000
Annual Audit fees and Separate Financial Statements	850,000	830,000
Consolidated Financial Statements review fees, 3 quarters	75,000	75,000
Annual Audit fees and Consolidated Financial Statements	50,000	50,000
Total	1,395,000	1,345,000

The auditing-related expenses based on the actual cost but not exceeding Baht 30,000 which is the same rate as that of 2023

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

Miss Thanarat 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. Patcharawan Koonarangsri CPA No. 6650, or
- Mr. Samran Taengcham CPA No. 8021

to be the Company's auditors for the year 2024 for the accounting period from 1st August 2023 to 31st July 2024, with the remunerations of Baht 1,395,000 and the auditing-related expenses based on actual cost but not exceeding Baht 30,000, by the votes as follows:

	Vote		%
Approved	123,193,803	Votes	100.00
Disapproved	0	Votes	0.00
Abstained	0	Votes	0.00

Agenda 9 To consider other matters (if any)

Miss Thanarat asked the meeting if there's anyone who would like to propose other matters for the meeting to consider or have additional questions. There were no shareholders to propose other matters and no additional questions, Miss Thanarat then thanked the shareholders for attending the meeting.

The Chairman declared the meeting closed at 15.06 hours.



(Charoen Meensook, M.D.)

Chairman of the Meeting

Mr. Prapat Suthawate / Mr. Attapong Tipaksorn Company Secretary

Ms. Budsara Vikyanont

Minutes Taker

56-1 One Report 2024 (in QR Code format)

The Thailand Securities Depository Co., Ltd., as a securities registrar under the Stock Exchange of Thailand (SET), has developed a system which allows SET Listed Companies to send the Notice of Annual General Meeting of Shareholders, 56-1 One Report in electronic form accessible through QR Code to shareholders, thus allows the shareholders to conveniently and quickly access the information. The aforementioned documents can be download from the QR Code by following:



Profiles of Directors who have retired by rotation and nominated to re-elect as directors for another term



Mr. Prapat Suthawate

Director and Company Secretary

Age 80 Years

Appointment of Board of Directors 11th October 2004

The number of years being a director 20 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
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, (Academic cooperation 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

Positions of director or executive in other companies which may cause conflicts of interest

- N/A

Shareholding in the Company

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

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

Family Relationship among Directors and Executives

- N/A

Attendance at the Board of Directors' Meeting

4/4

Criteria and Procedures for Director Nomination

The Board of Directors has considered and concluded that 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 64 Years

Appointment of Board of Directors 19th November 2015

The number of years being a director 9 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
2017 - Present	Director, Landmark Overseas Development Company Limited
2011 - Present	Director, Boontuang Company Limited
1998 - Present	Director of Legal Affairs and Director, 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

2017 - Present	Director, Landmark Overseas Development Company Limited
2011 - Present	Director, Boontuang Company Limited
1998 - Present	Director of Legal Affairs and Director, Siam Property Development Company Limited

Positions of director or executive in other companies which may cause conflicts of interest

- N/A

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

4/4

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 41 Years

Appointment of Board of Directors 13th March 2020

The number of years being a director 4 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

- Successful Formulation & Execution of Strategy (SFE44/2024), Thai Institute of Directors (IOD)

Work Experience

- 2020 - Present Director,
Thainakarin Hospital Public Company Limited
- 2022 - Present Director,
Jatu Charoen Development Company Limited
- 2007 - Present Executive and Director,
The Landmark Lancaster Hotel Group
- 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

- 2022 - Present Director,
Jatu Charoen Development Company Limited
- 2007 - Present Executive and Director,
The Landmark Lancaster Hotel Group

Positions of director or executive in other companies which may cause conflicts of interest

- N/A

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. Noratthep Sihanartkatakul

Attendance at the Board of Directors' Meeting

4/4

Criteria and Procedures for Director Nomination

The Board of Directors has considered and concluded that Mr. 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 73 Years

Appointment of Board of Directors 10th August 2017

The number of years being a director 7 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

- 2017 - Present Director, Independent Director and Member of the Audit Committee,
Thainakarin Hospital Public Company Limited
- 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

- 2021 - Present Director,
SiamSport Syndicate Public Company Limited

Positions of director or executive in other companies which may cause conflicts of interest

- N/A

Shareholding in the Company

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

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

Family Relationship among Directors and Executives

- N/A

Attendance at the Board of Directors' Meeting

4/4

Attendance at the Audit Committee Meeting

5/5

Criteria and Procedures for Director Nomination

The Board of Directors has considered and concluded that 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.



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

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

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

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

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

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

In the case where the meeting has not conclude the consideration of matter in order of the agenda under paragraph one or has not concluded the consideration other matters under paragraph two, as the case 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) Entrusting other persons the management of the Company;
 - (5) Amalgamation business with other persons with the objection to share profit and loss;
 - (6) Amendment, alteration or addition to the Memorandum of Association or Articles of Association of the Company;
 - (7) Increase or decrease of capital;
 - (8) Issuance of debentures under the provisions of Section 145 of the Public Limited Companies Act B.E. 2535;
 - (9) Amalgamate companies under the provisions of Section 146 of the Public Limited Companies Act B.E. 2535; or
 - (10) Dissolution of company under the provisions of Section 154 of the Public Limited Companies Act B.E. 2535;
 - (11) Issuance shares for debt repayment and debt-to-equity plan under the provisions of Section 54/1 of the Public Limited Companies Act (No. 2) B.E. 2544.

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

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

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

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



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 for register (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 - surname 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(s) 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 the seal (if any);

2.1.3 In case the name-surname of the authorized director(s) 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 and affixed the seal (if any) (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 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(s) 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(s) who signed the proxy form is changed and thus differs from the information in an affidavit of the shareholder, 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 present are:

4.1 The requirements under item 1 or item 2 shall apply mutatis mutandis (as the case may be);

4.2 A copy of certificate issued by a competent agency of the country where such juristic person is situated, or a document prepared by the juristic person itself specifying the juristic person name, the head office address, and the authorized signatories as well as any conditions or limitations of authority, certified by a notary public no longer than 1 year.

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

5. In case the shareholder is deceased

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

Documents to be present 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 deceased's estate, certified true and correct by a court clerk no longer than 6 months prior to the date of the meeting, must be presented and signed by the authorized person(s).

6. In case the shareholder is a minor

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

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 present 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.

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 two-thirds 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. Kraisaak Kadkum

Director, Independent Director and Chairman of the Audit Committee

Age 61 Years

Appointment of Board of Directors 11th October 2004

The number of years being a Director 20 Years

Address

Thainakarin Hospital Public Company Limited, 345 Dabaratna Road, Bangma Nuea, Bangna, Bangkok

Education

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

Training

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

Work Experience

2005 - Present	Director, Independent Director and Chairman of the Audit Committee, Thainakarin Hospital Public Company Limited
2021 - Present	Director, Juthai Group Company Limited
1994 - Present	Lawyer and Executive Director, Sahakarn Law Office Company Limited
2004 - 2005	Director, Independent Director and Member of the Audit Committee, Thainakarin Hospital Public Company Limited

Current Position in other business

Listed Companies

- N/A

Non-Listed Companies

2021 - Present Director, Juthai Group Company Limited
1994 - Present Lawyer and Executive Director, Sahakarn Law Office Company Limited

Positions of director or executive in other companies which may cause conflicts of interest

- N/A

Shareholding in the Company

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

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

Family Relationship among Directors and Executives

- N/A

Attendance at the Board of Directors' Meeting

4/4

Attendance at the Audit Committee's Meeting

5/5

Interests in the Agenda

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



Assoc. Prof. Panya Issarawornrawanich, Ph.D.

Director, Independent Director and Member of the Audit Committee

Age 52 Years

Appointment of Board of Directors 27th September 2006

The number of years being a Director 18 Years

Address

Thainakarin Hospital Public Company Limited, 345 Dabaratna Road,
Bangma Nuea, Bangna, Bangkok

Education

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

Training

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

Work Experience

2006 - Present	Director, Independent Director and Member of the Audit Committee, Thainakarin Hospital Public Company Limited
2020 - Present	Lecturer, Associate Professor of Accounting Department, Thammasat Business School, Thammasat University
1997 - Present	Certified Public Accountant, Federation of Accounting Professions
2004 - 2020	Lecturer, Assistant Professor of Accounting Department, Thammasat Business School, Thammasat University
2015 - 2016	Associate Dean for Student Affairs, Thammasat Business School, Thammasat University
2013 - 2015	Assistant Dean for Finance and Planning, Thammasat Business School, Thammasat University
2000 - 2004	Head of Accounting Department, Faculty of Business Administration, Mahanakorn University of Technology
1995 - 2000	Senior Audit Assistant, Ernst and Young Office Limited

Positions of director or executive in other companies which may cause conflicts of interest

- N/A

Shareholding in the Company

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

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

Family Relationship among Directors and Executives

- N/A

Attendance at the Board of Directors' Meeting

4/4

Attendance at the Audit Committee's Meeting

5/5

Interests in the Agenda

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

Attachment 7

Duty Stamp
of Baht 20

Proxy Form A

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

Written at _____
Date _____ Month _____ Year 2024

- (1) I/We _____ Nationality _____
Residing at _____ Road _____ Sub-district _____
District _____ Province _____ Postal Code _____
- (2) Being a shareholder of Thainakarin Hospital Public Company Limited (“the Company”)
Holding a total of _____ shares and having the vote equal to _____ votes as follows:
Ordinary share _____ shares having the vote equal to _____ votes
Preference share _____ shares having the vote equal to _____ votes
- (3) Hereby appoint (Please choose one option)
Please make a ✓ or × mark in the box in front of item 1. and indicate details of the proxy, or
mark in the box in front of item 2. or 3. to appoint an Audit Committee member as the proxy.
1. Name _____ Age _____ Years, Residing at _____
Road _____ Sub-district _____ District _____
Province _____ Postal Code _____ or
Name _____ Age _____ Years, Residing at _____
Road _____ Sub-district _____ District _____
Province _____ Postal Code _____
2. Chairman of the Audit Committee
Mr. Kraisa Kadkum Age 61 Years or
3. Audit Committee Member
Assoc. Prof. Panya Issarawornrawanich, Ph.D. Age 52 Years

Detail of the Chairman of the Audit Committee and Audit Committee Member is set out in Attachment 6 of Notice of Annual General Meeting of Shareholders for the year 2024

Only one of them as my/our proxy to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders for the year 2024 on Wednesday 20th November 2024 by Electronic Meeting (E-AGM) at Meeting Room A, on 4th Floor, Thainakarin Hospital Building, No. 345 Debaratna Road, (Bangna-Trad Road) k.m 3.5, Bangna Nuea, Bangna, Bangkok, or such other date, time and place as the meeting may be adjourned.

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

Signed _____ Grantor
(_____)
Signed _____ Proxy
(_____)
Signed _____ Proxy
(_____)
Signed _____ Proxy
(_____)

Remarks: Shareholder who appoints a proxy must 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

Written at _____
Date _____ Month _____ Year 2024

- (1) I/We _____ Nationality _____
Residing at _____ Road _____ Sub-district _____
District _____ Province _____ Postal Code _____
- (2) Being a shareholder of Thainakarin Hospital Public Company Limited (“the Company”)
Holding a total of _____ shares and having the vote equal to _____ votes as follows:
Ordinary share _____ shares having the vote equal to _____ votes
Preference share _____ shares having the vote equal to _____ votes
- (3) Hereby appoint (Please choose one option)
Please make a ✓ or x mark in the box in front of item 1. and indicate details of the proxy, or
mark in the box in front of item 2. or 3. to appoint an Audit Committee member as the proxy.
1. Name _____ Age _____ Years, Residing at _____
Road _____ Sub-district _____ District _____
Province _____ Postal Code _____ **or**
Name _____ Age _____ Years, Residing at _____
Road _____ Sub-district _____ District _____
Province _____ Postal Code _____
2. Chairman of the Audit Committee
Mr. Kraisak Kadkum Age 61 Years **or**
3. Audit Committee Member
Assoc. Prof. Panya Issarawornrawanich, Ph.D. Age 52 Years

Detail of the Chairman of the Audit Committee and Audit Committee Member is set out in Attachment 6 of Notice of Annual General Meeting of Shareholders for the year 2024

Only one of them as my/our proxy to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders for the year 2024 on Wednesday 20th November 2024 by Electronic Meeting (E-AGM) at Meeting Room A, on 4th Floor, Thainakarin Hospital Building, No. 345 Debaratna Road, (Bangna-Trad Road) k.m 3.5, Bangna Nuea, Bangna, Bangkok, or such other date, time and place as the meeting may be adjourned.

- (4) I/We hereby grant my/our proxy to vote at the meeting on my/our behalf as follows:
- Agenda 1 General update by the Chairman**
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
 Approve Disapprove Abstain
- Agenda 2 To consider the Company performance in 2024**
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
 Approve Disapprove Abstain

- Agenda 3 Report of the Construction Project of Thainakarin Hospital 2**
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain
- Agenda 4 To consider and approve the Auditor's Report and the Consolidated Financial Statements for the year ended 31st July 2024 which has been audited by EY Office Limited**
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain
- Agenda 5 To consider and approve the distribution of annual profit for the year from 1st August 2023 to 31st July 2024 and annual dividend payment of year 2024**
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain
- Agenda 6 To consider and approve the re-election of 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
- Approve Disapprove Abstain
- Elect each nominated director individually
- | | | |
|-------------------------------|----------------------------------|---|
| <u>Director's name</u> | Mr. Prapat Suthawate | (Director) |
| <input type="radio"/> Approve | <input type="radio"/> Disapprove | <input type="radio"/> Abstain |
| <u>Director's name</u> | Mr. Noratthep Sihanartkatakul | (Director) |
| <input type="radio"/> Approve | <input type="radio"/> Disapprove | <input type="radio"/> Abstain |
| <u>Director's name</u> | Mr. Tosaporn Sihanatkathakul | (Director) |
| <input type="radio"/> Approve | <input type="radio"/> Disapprove | <input type="radio"/> Abstain |
| <u>Director's name</u> | Mr. Chailerg Viriyarattanaporn | (Director, Independent Director and
Member of the Audit Committee) |
| <input type="radio"/> Approve | <input type="radio"/> Disapprove | <input type="radio"/> Abstain |
- Agenda 7 To consider and determine the remunerations of the Company's directors and Audit Committee members in 2025**
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain
- Agenda 8 To consider and approve the appointment of auditors, and to determine auditors' fees for the accounting period from 1st August 2024 to 31st July 2025**
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain
- Agenda 9 To consider other matters (if any)**
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate
- (b) The proxy shall vote in accordance with my/our intention as follows:
- Approve Disapprove Abstain

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

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

Signed _____ Grantor
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

- Remark:**
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 2024, on Wednesday 20th November 2024 by Eletronic Meeting (E-AGM) at Meeting Room A, on 4th Floor, Thainakarin Hospital Building, No. 345 Debaratna Road, (Bangna-Trad Road) k.m 3.5 Bangna Nuea, Bangna Bangkok, or such other date, time and place as the meeting may be adjourned.

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

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 2024

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

As the custodian of _____

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

Holding a total of _____ shares and having the vote equal to _____ votes as follows:

Ordinary share _____ shares having the vote equal to _____ votes

Preference share _____ shares having the vote equal to _____ votes

(2) Hereby appoint (Please choose one option)

Please make a ✓ or x mark in the box in front of item 1. and indicate details of the proxy, or
mark in the box in front of item 2. or 3. to appoint an Audit Committee member as the proxy.

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

2. Chairman of the Audit Committee
Mr. Kraisak Kadkum Age 61 Years **or**

3. Audit Committee Member
Assoc. Prof. Panya Issarawornrawanich, Ph.D. Age 52 Years

Detail of the Chairman of the Audit Committee and Audit Committee Member is set out in Attachment 6 of Notice of Annual General Meeting of Shareholders for the year 2024

Only one of them as my/our proxy to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders for the year 2024 on Wednesday 20th November 2024 by Electronic Meeting (E-AGM) at Meeting Room A, on 4th Floor, Thainakarin Hospital Building, No. 345 Debaratna Road, (Bangna-Trad Road) k.m 3.5, Bangna Nuea, Bangna, Bangkok, or such other date, time and place as the meeting may be adjourned.

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

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

Grant certain of my/our proxy as follows:

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

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

Totalling _____ Votes

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

Agenda 1 General update by the Chairman

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

Agenda 2 To consider the Company performance in 2024

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

Agenda 3 Report of the Construction Project of Thainakarin Hospital 2

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

Agenda 4 To consider and approve the Auditor's Report and the Consolidated Financial Statements for the year ended 31st July 2024 which has been audited by EY Office Limited

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

Agenda 5 To consider and approve the distribution of annual profit for the year from 1st August 2023 to 31st July 2024 and annual dividend payment of year 2024

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

Agenda 6 To consider and approve the re-election of 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
- Approve _____ Votes Disapprove _____ Votes Abstain _____ Votes
- Elect each nominated director individually
- | | | |
|-------------------------------|----------------------------------|--|
| <u>Director's name</u> | Mr. Prapat Suthawate | (Director) |
| <input type="radio"/> Approve | <input type="radio"/> Disapprove | <input type="radio"/> Abstain |
| <u>Director's name</u> | Mr. Norathep Sihanartkatakul | (Director) |
| <input type="radio"/> Approve | <input type="radio"/> Disapprove | <input type="radio"/> Abstain |
| <u>Director's name</u> | Mr. Tosaporn Sihanatkathakul | (Director) |
| <input type="radio"/> Approve | <input type="radio"/> Disapprove | <input type="radio"/> Abstain |
| <u>Director's name</u> | Mr. Chailerg Viriyarattanaporn | (Director, Independent Director and Member of the Audit Committee) |
| <input type="radio"/> Approve | <input type="radio"/> Disapprove | <input type="radio"/> Abstain |

Agenda 7 To consider and determine the remunerations of the Company's directors and Audit Committee members in 2025

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

Agenda 8 To consider and approve the appointment of auditors, and to determine auditors' fees for the accounting period from 1st August 2024 to 31st July 2025

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

Agenda 9 To consider other matters (if any)

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

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

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

Signed _____ Grantor
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

- Remarks:**
- This Proxy Form C is only for the shareholder who is specified in the register as a foreign investor and has appointed a custodian in Thailand to be the share depository and safekeeping agent.
 - Documents required to be submitted with this Proxy Form are:
 - A power of attorney from the shareholder empowering the custodian to sign this Proxy Form on his/her behalf
 - A document confirming that the person who signs the Proxy Form is licensed to operate the custodian business
 - Shareholder who appoints a proxy must 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.
 - In the agenda regarding election of directors, the entire group of nominated directors, or any individual nominated directors, can be elected.
 - In the case where there are agenda other than those specified above, additional details may be specified in the Attachment to this Proxy Form C.

Attachment to Proxy Form C

The appointment of proxy by a shareholder of Thainakarin Hospital Public Company Limited (“the Company”) for the Annual General Meeting of Shareholders for the year 2024, on Wednesday 20th November 2024 by Electronic Meeting (E-AGM) at Meeting Room A, on 4th Floor, Thainakarin Hospital Building, No. 345 Debaratna Road, (Bangna-Trad Road) k.m 3.5, Bangna Nuea, Bangna, Bangkok, or such other date, time and place as the meeting may be adjourned.


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

Attachment 8

Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the meeting can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows :

Step for requesting Username & Password from via e-Request system

- 1 The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://app.inventech.co.th/TNH110278R/#/homepage> or scan QR Code  and follow the steps as shown in the picture



** Merge user accounts, please using the same email and phone number **

- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting
- 2 Choose type request for request form to 4 step
Step 1 Fill in the information shown on the registration page
Step 2 Fill in the information for verify
Step 3 Verify via OTP
Step 4 Successful transaction, The system will display information again to verify the exactitude of the information
- 3 Please wait for an email information detail of meeting and Password

- 2 For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the Company's Directors, please note that the electronic registration will be available from 13th November 2024 at 8:30 a.m. and shall be closed on 20th November 2024 Until the end of the meeting.
- 3 The electronic conference system will be available on 20th November 2024 at 12:00 p.m. (2 hours before the opening of the meeting). Shareholders or proxy shall use the provided Username and Password and follow the instruction manual to access the system.

Appointment of Proxy to the Company's Directors

For Shareholders who authorize one of the Company's Directors to attend and vote on his or her behalf, The Shareholders can submit a request to attend the meeting by Electronic Means of the specified procedures or send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by 19th November 2024 at 5.00 p.m.

Thainakarin Hospital Public Company Limited
Company Secretary (Administrative Department)
No 345, Debaratna Road, Bangna Nuea, Bangna, Bangkok 10260

If you have any problems with the software, please contact Inventech Call Center

 02-931-9137

 @inventechconnect

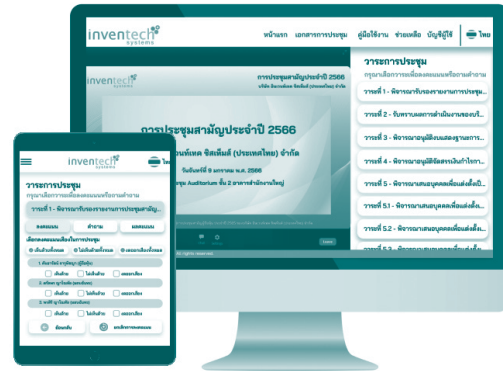
 The system available during 13th - 20th November 2024 at 08.30 a.m. - 05.30 p.m.
(Specifically excludes holidays and public holidays)



Report a problem
@inventechconnect

Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 1 Get email and password that you received from your email or request OTP
- 2 Click on “Register” button, the system has already registered and counted as a quorum.
- 3 Click on “Join Attendance”, Then click on “Join Meeting” button
- 4 Select which agenda that you want to vote
- 5 Click on “Vote” button
- 6 Click the voting button as you choose
- 7 The system will display status your latest vote



To cancel the last vote, please press the button “Cancel latest vote (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results for that agenda are closed.

Step to ask questions via Inventech Connect



- Select which agenda
 - Click on “Question” button
- Ask a question**
- Type the question then click “Send”

How to use Inventech Connect



User Manual Inventech Connect

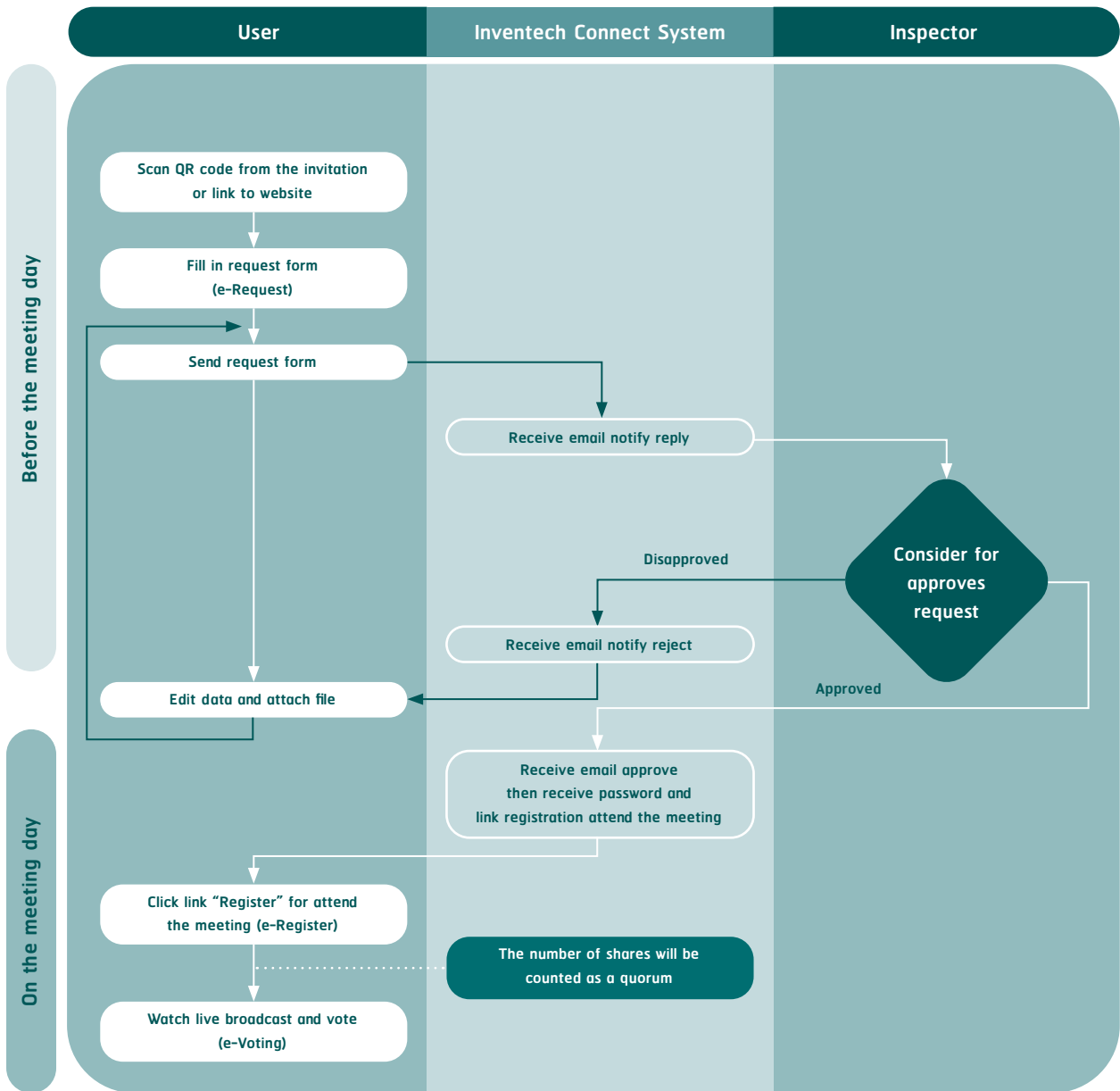


Video of using Inventech Connect

* Note Operation of the electronic conferencing system and Inventech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements
 - High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
 - High Quality Video: Must be have internet speed at 1.0 Mbps.
 - Standard Quality Video: Must be have internet speed at 0.5 Mbps.
2. Equipment requirements.
 - Smartphone/Tablet that use IOS or Android OS.
 - PC/Laptop that use Windows OS or Mac OS.
3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge ** The system does not supported Internet Explorer.

Guidelines for attending of Electronic Meeting



Condition of use

In case Merge account/change account

In case filing request multiple by using the same email and phone number, the systems will merge account or in case user has more than 1 account, you can click on "Change account" and the previous account will still count the base in the meeting.

In case Exit the meeting

Attendees can click on "Register to leave the quorum", the systems will be number of your shares out from the meeting base.

31st
ANNIVERSARY

THE HOSPITAL

—YOU CAN TRUST—

อบอุ่น มั่นใจ ที่ไทยนครินทร์



THAINAKARIN HOSPITAL PUBLIC COMPANY LIMITED

บริษัท โรงพยาบาลไทยนครินทร์ จำกัด (มหาชน)

345 Dabaratna Road (Bangna-Trad) km.3.5, Bangna Nuea, Bangna, Bangkok 10260

Telephone: 0 2340 7777, 0 2340 6488, 0 2340 6499, 0 2361 2727, 0 2361 2828 Facsimile: 0 2340 6431

Email: info@thainakarin.co.th www.thainakarin.co.th