

## Criteria for Shareholders to propose Agenda and Director Nomination for 2024 Annual General Meeting of Shareholders (AGM)

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### 1. Objective

To achieve the purpose of good corporate governance and treating shareholders equally, Bangkok Chain Hospital PCL. is giving the shareholders an opportunity to propose the additional agenda in the 2024 Annual General Shareholders' Meeting and nominate a qualified person to be director in advance. The Board of Directors has intention to demonstrate the transparency of the administration and to enhance confidence to the shareholders, investors and any interested persons.

### 2. Definition

**"Company"** means Bangkok Chain Hospital PCL.

**"Board of Directors"** means Board of Directors of Bangkok Chain Hospital PCL.

**"Director"** means Director of Bangkok Chain Hospital PCL.

**"Agenda"** means Agenda of the 2024 Annual General Shareholders' Meeting of Bangkok Chain Hospital PCL.

### 3. Qualification of Shareholder

The shareholder who would like to propose the agenda or director nominee must have continuously held the shares not less than 500,000 shares for at least one year to 30 December 2023. And can be either one shareholder or combined shareholders.

### 4. Proposal of the Agenda

#### 4.1 The matter which will not be considered.

- (1) The matter which contradicts with the laws, rules and regulations whether such are of the official or of the governmental agency or does not in accordance with the objectives, articles or the resolutions of the shareholders meeting and is beyond the control of the Company.
- (2) The proposal that is beneficial for specific person or group of person.
- (3) The matter which is in the administrative authority of the Board of Directors, except in the circumstance that shall cause material damage to the shareholders in aggregates.
- (4) The proposal that had been considered in the past 2 years and were supported by less than 10% of the total voting shares, provided that the facts in such matter had been not changed significantly.
- (5) The matter which the shareholder provides inaccurate or false information.
- (6) The matter that the Company has already operated.
- (7) The matter which proposed by the shareholder who does not have full qualifications stipulated by the Company.

#### 4.2 Procedure of consideration.

- (1) The shareholder must provide the proposal of the agenda to the Board of Directors by submitting.
  - The Form for Proposal of the Agenda of the 2024 Annual General Shareholders' Meeting (Form A).
  - Supporting documents as required in Form A.

Send to Bangkok Chain Hospital PCL.

Investor Relations Department 22 Floor, World Medical Hospital.

44 Moo 4, Chaengwattana Road, Pakkret Sub-district, Pakkret District, Nonthaburi  
11120

The shareholder can submit Form A to the Company unofficially via facsimile number 02-106-4858 or through the Investor Relations Department at [ir@bangkokchainhospital.com](mailto:ir@bangkokchainhospital.com) or the Secretary of the Board of Directors at [voravee.ki@bangkokchainhospital.com](mailto:voravee.ki@bangkokchainhospital.com), prior to the submission of the original document of Form A to the Company. **The proposal must be submitted to the company within 31 January 2024.**

- (2) If the shareholder wishes to propose more than one agenda, such shareholder must provide Form A according to the number of the agenda to be proposed. The evidence of shareholding or other support documents shall be gathered and submitted into one set.
- (3) The Secretary of the Board of Directors will initially review the proposal and will pass to the Board of Directors' Meeting in February 2024.
- (4) The Board of Directors will consider the suitability of the agenda which must not fall into item no. 4.1(1) - (7), except the Board of Directors consider otherwise.
- (5) The proposal approved by the Board of Directors will be included in the invitation to the 2024 Annual General Shareholders Meeting. For the proposal disapproved by the Board of Directors, the Company will inform the shareholders with the reason in the Annual General Shareholders' Meeting.

## 5. The Nomination of the Director

### 5.1 Qualification and prohibited characteristic of director.

A person nominated to be director shall have the qualification and have no prohibited characteristic according to the Public Company Act. and Securities and Exchange Act.

### 5.2 Procedure of Consideration.

- (1) The shareholder must provide the document of nominating person to be director to the Board of Directors by submitting:
  - The Form for Nomination of Person to be Director (Form B). The shareholder and the nominee must affix names in a same page.
  - Supporting documents of the shareholder and the nominated person which identified in Form B.

Send to Bangkok Chain Hospital PCL.

Investor Relations Department 22 Floor, World Medical Hospital

44 Moo 4, Chaengwattana Road, Pakkret Sub-district, Pakkret District, Nonthaburi 11120

The shareholder can submit Form B unofficially via facsimile number 02-106-4858 or through the Investor Relations Department at [ir@bangkokchainhospital.com](mailto:ir@bangkokchainhospital.com) or the Secretary of the Board of Directors at [voravee.ki@bangkokchainhospital.com](mailto:voravee.ki@bangkokchainhospital.com), prior to the submission of the original document of Form B to the Company thereafter, **the proposal must be submitted to the company within 31 January 2024.**

- (2) If the shareholder would like to nominate more than one director, such shareholder must provide Form B according to the number of the nominated person. The evidence of shareholding or any other support documents shall be submitted one set for each nomination.
- (3) The Nomination and Remuneration Committee will initially review the nomination and will pass to the Board of Directors' Meeting in February 2024.
- (4) The Board of Directors will consider the suitability of the nominated person.
- (5) The director nominee approved by the Board of Directors will be included in the invitation of the 2024 Annual General Shareholders' Meeting. For the director nominee disapproved by the Board, the Company will inform the shareholders with the reason of refusal in the Annual General Shareholders' Meeting.

Form for Proposed Agenda in the 2024 Annual General Shareholders' Meeting

(1) I, Mr./Mrs./Ms. ...., a shareholder  
 of Bangkok Chain Hospital PCL., holding ..... shares, residing  
 at .....  
 Telephone Number ..... Mobile Phone Number .....  
 E-mail.....

(2) I would like to propose the agenda for the 2024 Annual General Shareholders' Meeting,

.....

.....

(3) The proposal and useful information for consideration as follows : .....

.....

.....

And have the documents supporting which certified a copy on every page totally.....page(s).

I certify that all information in Form A, evidence of shareholding, and other supporting documents  
 are correct and true in every respect.

.....Shareholder

(.....)

Date .....

**Remark**

1. The shareholder must enclose the following documents:
  - 1.1 The evidence of shareholding, i.e. the certificate of shares held from the Securities Company or any other certificate from the Stock Exchange of Thailand.
  - 1.2 A copy of identification card and in case shareholder is a juristic person, the copy of the company's affidavit and copy of identification card/passport (in case of non – Thai nationality) of authorized director must be enclosed and certified true copies by such director.
2. In case of proposing more than one agenda, the shareholder must make one set of Form A per one proposed agenda.
3. In case shareholder has their title, name or surname changed, the copy of evidence of those changes must be enclosed and certified true copy.
4. The Company shall not consider the Agenda which the shareholder provides inaccurate or false information or has no qualification.
5. The shareholder can propose the agenda unofficially by sending the document via fax no. 02-106-4858 or through Investor Relations Department at [ir@bangkokchainhospital.com](mailto:ir@bangkokchainhospital.com) or the company secretary at [voravee.ki@bangkokchainhospital.com](mailto:voravee.ki@bangkokchainhospital.com) and all original documents must be submitted to the Company within 31 January 2024.

Form for Nomination of Person to be Director

(1) I, Mr./Mrs./Ms. \_\_\_\_\_, a shareholder of  
 Bangkok Chain Hospital PCL., holding \_\_\_\_\_ shares,  
 Residing at \_\_\_\_\_  
 \_\_\_\_\_  
 Telephone Number \_\_\_\_\_ Mobile Phone Number \_\_\_\_\_ E-mail \_\_\_\_\_

(2) I wish to nominate, Mr./Mrs./Ms. \_\_\_\_\_  
 Age \_\_\_\_\_ to be a director of the Company who has all qualifications and has no prohibited characteristics  
 according to the rules set by the Company, and I have attached the consent of such person together with other  
 supporting documents for consider the qualification which I hereby certify as true copy on every page for  
 ..... page (s).

I certify that all information in Form B, evidence of shareholding, and other supporting documents are  
 correct and true in every respect.

\_\_\_\_\_  
 \_\_\_\_\_ Shareholder  
 (\_\_\_\_\_)  
 Date \_\_\_\_\_

(3) I, Mr./Mrs./Ms. \_\_\_\_\_ consent to be nominated as  
 the director and certify that I have all qualifications and have no prohibited characteristics according to the  
 Public Companies Act. and the Securities Exchange Act, including the Regulation of the Company, and agree to  
 comply with the good corporate governance of the Company.

\_\_\_\_\_  
 \_\_\_\_\_ Director nominee  
 (\_\_\_\_\_)  
 Date \_\_\_\_\_

Remark

1. The shareholder must enclose the following documents:
  - 1.1 The evidence of shareholding, i.e. the certificate of shares held from the securities company or the other certificates from the Stock Exchange of Thailand.
  - 1.2 A copy of Identification card. In case of shareholder is a juristic person, the copy of the company's affidavit and a copy of identification card/passport (in case of non – Thai nationality) of authorized director must be enclosed and certified true copies by such director.
  - 1.3 The evidence of the nominated person, i.e. a copy of identification card and house registration, educational certificate, employment record, and other support documents (if any).
2. In case of proposing more than one director nominee, the shareholder must make one set of Form B per one nominated person.
3. In case shareholder has their title, name or surname changed, the copy of evidence of those changes must be enclosed and certified true copy.
4. The Company shall not consider the nominated person whom the shareholder provides inaccurate or false information or such nominated person has no qualification.
5. The shareholder can submit Form B unofficially by sending the documents via fax no. 02-106-4858 or through Investor Relations Department at [ir@bangkokchainhospital.com](mailto:ir@bangkokchainhospital.com) or the company secretary at [voravee.ki@bangkokchainhospital.com](mailto:voravee.ki@bangkokchainhospital.com), and all original documents must be submitted to the Company within 31 January 2024.