



Invitation to 2021 Annual General Meeting of Shareholders

Bangkok Chain Hospital Public Company Limited

Monday 26th April 2021 at 10.30 a.m.

at the World Sky Hall meeting room, 22nd Floor, World Medical Hospital
No. 44 Moo 4 Chaengwattana Road, Pakkred, Nonthaburi

Registration Opens at 8:30 a.m.



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บริษัท บางกอก เซน ฮอสปิทอล จำกัด (มหาชน)

Bangkok Chain Hospital Public Company Limited

BCH.075/2021

31 March 2021

Subject: Invitation to 2021 Annual General Meeting of Shareholders

To: Shareholders
Bangkok Chain Hospital Public Company Limited (“BCH”)

- Enclosures:
1. The 2020 Annual Report of the Board of Directors (presented in QR Code Format)
 2. Proxy Form B
 3. Information of the Independent Director to be used with proxy of shareholder
 4. Document and evidence required prior to attending the Meeting of Shareholders
 5. The Company’s Articles of Association regarding the Meeting of Shareholders and voting procedures
 6. Information of proposed directors in replacement of those retiring by rotation
 7. Information of the auditors
 8. Definition of “Independent Director”
 9. Map of the meeting venue

The Board of Directors of Bangkok Chain Hospital Public Company Limited (“the Company”) adopted a resolution to convene the 2021 Annual General Meeting of Shareholders, to be held on **Monday 26 April 2021 at 10:30 a.m. (registration opens at 8:30 a.m.) at the World Sky Hall meeting room, 22nd Floor, World Medical Hospital, No.44, Moo 4, Chaengwattana Road, Pakkred, Nonthaburi** to consider the following agendas:

Agenda 1 To acknowledge the result of the Company’s operation for the year 2020

Purpose and Rationale: The Company has summarized the performance as well as significant changes in 2020 as shown in the 2020 Annual Report (presented in QR Code Format).

Opinion of the Board: The Board of Directors recommended that the result of the Company’s operation, for the year 2020, should be proposed to the Meeting of Shareholders for acknowledgement.

Voting: This agenda is for shareholders’ information; thus voting is not required.



Agenda 2 To consider and approve the Company’s statement of financial position and statement of comprehensive income for the year ended 31 December 2020 which have been audited by the certified public accountant

Purpose and Rationale: According to the Public Limited Companies Act, B.E. 2535, the Company shall prepare a statement of financial position and statement of comprehensive income for the year ended 31 December 2020, which have been audited by a certified public accountant, and submit these to the Meeting of Shareholders for approval.

Opinion of the Audit Committee: The Audit Committee recommended that the Board submit the audited statement of financial position and statement of comprehensive income for the year ended 31 December 2020 to the Meeting of Shareholders for approval.

Opinion of the Board: The Board of Directors recommended that the audited statement of financial position and statement of comprehensive income for the year ended 31 December 2020, which have been reviewed and accepted by the Audit Committee, be presented to the Meeting of Shareholders for approval.

Comparative of financial statements (partial) of the Company as follows:

Unit : Million Baht

List	Consolidated financial statements		Separate financial statements	
	2020	2019	2020	2019
Total assets	16,527.30	14,115.63	13,174.48	11,713.01
Total liabilities	8,900.99	7,137.36	6,983.60	6,167.26
Total equity	7,626.31	6,978.27	6,190.88	5,545.75
Total revenue	9,014.36	8,991.57	5,536.58	5,360.40
Profit (Owners of the Company)	1,229.40	1,134.91	1,222.24	896.79
Earnings per share (Baht/share)	0.49	0.46	0.49	0.36

Details of financial statements presented in the 2020 Annual Report, QR code format (Page 51-121) which attached in this Invitation.

Voting: To approve this matter, a resolution must be passed by a majority of the shareholders who attend the Meeting and cast their votes.

Agenda 3 To consider and approve the dividend payment for the year 2020

Purpose and Rationale: The Company has the policy for dividend payment at least 40 percent of the net profit of the separate financial statements after deducting income tax and legal reserve, with no effect to the normal operations of the Company significantly. For dividend payment, the Company must consider the Company's operating results, liquidity, investment plan, and other related factors. In 2020, the net profit of the separate financial statements is Baht 1,222.24 million to be allocated for dividend payment.

Opinion of the Board: The Board of Directors approved to propose to the Meeting of Shareholders for consideration of approval regarding the payment of cash dividend at Baht 0.23 per share or amounting to Baht 573.56 million. The Company paid interim cash dividend of Baht 0.10 per share or in the amount of Baht 249.37 million in September 2020. Thus, the Company will pay the remaining cash dividend of Baht 0.13 per share or in the amount of Baht 324.19 million. All dividends shall be deducted for the withholding tax at the rate stipulated by law.

The name of shareholders who are entitled to receive cash dividend shall be specified on 11 May 2021 and the dividend shall be paid within 25 May 2021. However, the dividend payment is subject to approval in the Meeting of Shareholders.

Details of the dividend payment in 2018 - 2020 are as follows:

Details of the dividend payment	2020	2019	2018
Net profit of the separate financial statements (Million Baht)	1,222.24	896.79	1,109.83
Number of shares (Million shares)	2,493.75	2,493.75	2,493.75
Cash dividend (Million Baht)			
- Interim cash dividend for the first 6-month	249.37	249.37	274.31
- Interim cash dividend for the last 6-month	-	324.19	-
- Final cash dividend	324.19	-	299.25
Total cash dividend payment (Million Baht)	573.56	573.56	573.56
Cash dividend payout ratio (%)	46.93	63.96	51.68

According to the Public Companies Act, B.E. 2535, the Company shall allocate not less than five percent of its annual net profit less the accumulated losses brought forward (if any) to legal reserve until this reserve attains an amount not less than ten percent of the registered capital. This has been already performed by the Company and there is no addition legal reserve in 2020.

Voting: To approve this matter, a resolution must be passed by a majority of the shareholders who attend the Meeting and cast their votes

Agenda 4 To consider and approve the appointment of directors replacing those retire by rotation

Purpose and Rationale: According to the Public Limited Companies Act, B.E. 2535 and Clause 18 of the Company's Articles of Association, one-third of all directors must retire by rotation on the date of each Annual General Shareholders' Meeting. The four (4) directors listed below are due to retire by rotation in 2021.

1. Mr.Kantaporn	Harnphanich	Director
2. Ms.Pornsuda	Harnphanich	Director
3. Mr.Siripong	Sombutsiri	Independent Director
4. Mr.Thawat	Suntrajarn, M.D.	Independent Director

In addition, the Company invited shareholders to nominate qualified candidates for directorship through the Company's website from 30 October 2020 to 29 January 2021. Despite the invitation, no candidate was proposed.

Opinion of the Board: The Board of Directors, with the exception of the directors with vested interests on this agenda, approved to propose to the Meeting of Shareholders for re-appointment the four directors who will retire by rotation to be directors for another term, be approved as follows:

1. Mr.Kantaporn	Harnphanich	Director
2. Ms.Pornsuda	Harnphanich	Director
3. Mr.Siripong	Sombutsiri	Independent Director
4. Mr.Thawat	Suntrajarn, M.D.	Independent Director

Profiles, experiences, period of directorship duration and the attendances at the Board and sub-committees meetings of the four (4) nominated directors in Enclosure 6.

The Board of Directors consider the structure, diversity, the expertise to complement the existing skills of the Board of Directors and personal qualifications for directorship as well as experiences, skills, directorship performance and who is not prohibited by law and notification of the Security and Exchange Commissions. The individuals, who are nominated to be director, have been assessed and screened by the Board of Directors for their qualifications which should be suitable and appropriated with the Company's business operations. Moreover, the individuals, who are the nominated independent director for more than nine (9) years, the Board has considered that the independent director could provide opinions freely and in accordance with relevant regulations.

Voting: To approve this matter, a resolution must be passed by a majority of the shareholders who attend the Meeting and cast their votes.

Agenda 5 To consider and approve the directors' remuneration for the year 2021

Purpose and Rationale: Articles 34 of the Articles of Association stipulates that directors have the right to receive remuneration from the Company in the form of honorarium, meeting allowances, consideration, bonus or other benefits in other forms, in accordance with the Articles of Association or with the approval of the shareholders in the shareholders' meeting, which may be a fixed amount or in accordance with the rules and may be periodically fixed or permanently fixed until changed. Directors may receive per diem and welfares according to the Company's regulations.

Details of the directors' remuneration during the last three years are as follows:

Unit: Million Baht

Remuneration (Year)	Approved Amount	Actually Paid Amount
2018	6.00	5.64
2019	6.50	6.04
2020	8.00	6.94

- Note:**
1. The Board of Directors is responsible for the policy and scope of remuneration both in finance and other benefit areas for Directors and Sub-committees in accordance with the Company performance as well as for other companies within the same industry for further consideration and approval at the Meeting of Shareholders.
 2. Details of the remuneration of each director (as shown in the annual report, page no.31)
 3. The scope of authorities and responsibilities of each Sub-Committee (as shown in the annual report, page no.24-29)

Opinion of the Board: The Board of Directors approved to propose to the Meeting of Shareholders for consideration of approval regarding the directors' remuneration for 2021 in the amount not exceed Baht 8.00 million.

The Board of Directors will allocate the remuneration and pension to each director. Such remuneration and pension is in accordance with the principle and policy set by the Board of Directors and appropriate to the duties and responsibilities assigned.

Voting: To approve this matter, a resolution must be passed by not less than two-thirds of the shareholders who attend the Meeting.

Agenda 6 To consider and approve the directors' pension

Purpose and Rationale: Articles 34 of the Articles of Association stipulates that directors have the right to receive remuneration from the Company in the form of honorarium, meeting allowances, consideration, bonus or other benefits in other forms, in accordance with the Articles of Association or with the approval of the shareholders in the shareholders' meeting, which may be a fixed amount or in accordance with the rules and may be periodically fixed or permanently fixed until changed. Directors may receive per diem and welfares according to the Company's regulations.

Details of the directors' pension during the last three years are as follows:

Unit: Million Baht

Pension (Year)	Approved Amount	Actually Paid Amount
2017	4.70	4.70
2018	5.74	5.74
2019	5.74	5.74

Opinion of the Board: The Board of Directors approved to propose to the Meeting of Shareholders for consideration of approval regarding the directors' pension for 2020 in the amount not exceeding Baht 5.74 million.

Voting: To approve this matter, a resolution must be passed by not less than two-thirds of the shareholders who attend the Meeting.

Agenda 7 To consider and approve the appointment of auditors and to determine auditors' remuneration for the year 2021

Purpose and Rationale: According to Section 120 of the Public Limited Companies Act, B.E. 2535, the appointment of the Company's external auditors and the audit fees shall be approved at the annual general meeting of shareholders. In addition, a notification from the Capital Market Supervisory Board imposes limits on an appointment of individual external auditors (but not the audit firm) at listed companies to no more than seven (7) fiscal years, therefore, other individual external auditors from the same audit firm shall be appointed. However, the auditor shall be re-appointed after five (5) fiscal years interval break.

Opinion of the Audit Committee: After considering the independence, competency, experience in auditing, competitiveness, and other value added service of the auditors as well as the audit fee, the Audit Committee recommended to appoint Ms.Nawarat Nitikeatipong, Certified Public Accountant No. 7789 or Mrs.Wilai Buranakittisopon, Certified Public Accountant No. 3920 or Ms.Vipawan Pattavanvivek, Certified Public Accountant No.4795 of KPMG Phoomchai Audit Limited to be the auditors of Bangkok Chain Hospital Public Company Limited for the fiscal year 2021 with audit fees excluding disbursements amounted Baht 3,000,000 be presented to the Meeting of Shareholders for approval.

Opinion of the Board: The Board of Directors recommended to appoint Ms.Nawarat Nitikeatipong, Certified Public Accountant No. 7789 or Mrs.Wilai Buranakittisopon, Certified Public Accountant No. 3920 or Ms.Vipawan Pattavanvivek, Certified Public Accountant No.4795 of KPMG Phoomchai Audit Limited to be the auditors of Bangkok Chain Hospital Public Company Limited, be presented to the Meeting of Shareholders for approval. In addition, the Board of Directors has agreed to notify the Meeting of Shareholders that KPMG Phoomchai Audit Limited should be appointed as an external audit firm for the Company's subsidiaries for fiscal year 2021. The audit fees for the year 2021 (excluding disbursements) compared with the previous years are as follows:

Unit: Baht

Details of the auditors' remuneration	2021	2020	2019
Audit fees of the Company	3,000,000	3,000,000	2,770,000
Audit fees of the subsidiaries	3,387,000	3,113,000	2,892,500
Total Audit fees of the Company and its subsidiaries	6,387,000	6,113,000	5,662,500
Non-Audit fees	-	-	-

Note: KPMG Phoomchai Audit Limited is the Company's and its subsidiaries' auditor since it had been listed in the Stock Exchange of Thailand (SET). Those three (3) auditors have no relationship and any interest with the Company and its subsidiaries and/or the directors and/or the executives and/or the major shareholders and/or the related persons to the aforesaid individuals. The details of each auditor are as follows:

1. Ms.Nawarat Nitikeatipong, CPA No.7789 is the Company's signing auditor for 3 year (2018 - 2020).
2. Mrs.Wilai Buranakittisopon, CPA No.3920 is the Company's signing auditor for 6 years (2010 - 2014 and 2017).
3. Ms.Vipawan Pattavanvivek, CPA No.4795 is not the Company's signing auditor.

Each auditor's profile is shown in Enclosure No.7.

Voting: To approve this matter, a resolution must be passed by a majority of the shareholders who attend the Meeting and cast their votes.

Agenda 8 To consider any other business (if any)

Schedules of 2021 Annual General Meeting of Shareholders are as follows:

Description	Date
1. Specify the name list of shareholders who are eligible to attend the Meeting	17 March 2021
2. Convening 2021 Annual General Meeting of the Shareholders	26 April 2021

The Shareholders are cordially invited to attend the Meeting on the aforementioned date, time and venue. Besides, if any Shareholders shall appoint any other person to attend the Meeting and to vote, please authorize that person by way of proxy (the proxy form is attached in the enclosure no.2) and submit to Investor Relations, Bangkok Chain Hospital Public Company Limited, No.44, Moo 4, 22nd Floor, World Medical Hospital, Chaengwattana Road, Pakkred, Nonthaburi 11120 within 21 April 2021. In addition, the Company will facilitate by providing the stamp duty for proxy holders who attend the Meeting.

Yours sincerely,



(Prof.Dr.Chalerm Harnphanich, M.D.)
Chief Executive Officer
Bangkok Chain Hospital Public Company Limited

Remarks:

1. The Company has published the Invitation for the Meeting both Thai and English version, including the Proxy form B on the Company's website, the shareholders can download at www.bangkokchainhospital.com
2. The Annual Report could be downloaded from the QR Code in Enclosure No. 2 by following the steps below.

For iOS System (iOS 11 and above)

1. Turn on the mobile camera.
2. Turn the mobile camera to the QR Code to scan it.
3. The notification will appear on top of the screen. Click on the notification to access documents regarding the meeting.

Remark: If the notification does not appear on the mobile phone, the QR Code can be scanned with other applications such as QR Code reader, Facebook or Line.

For Android System

1. Open applications such as QR Code reader, Facebook or Line.

How to scan the QR Code with Line application

Open Line application and click on "Add friend" → Choose "QR Code" → Scan the QR Code

2. Scan the QR Code to access documents regarding the meeting.
3. In the event that shareholders have any enquiries relating to the agenda of the meeting, please send questions within 21 April 2021 to Investor Relations, Bangkok Chain Hospital Public Company Limited, No.44, Moo 4, 22nd Floor, World Medical Hospital, Chaengwattana Road, Pakkred, Nonthaburi 11120 or ir@bangkokchainhospital.com.

หนังสือมอบฉันทะ (แบบ ข.)
Proxy (Form B)เลขทะเบียนผู้ถือหุ้น
Shareholders' Registration No.เขียนที่ _____
Written atวันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year(1) ข้าพเจ้า _____ สัญชาติ _____
I/We Nationality
อยู่บ้านเลขที่ _____
Address(2) เป็นผู้ถือหุ้นของ บริษัท บางกอก เซน ฮอस्पิตอล จำกัด (มหาชน) (“บริษัท”)
Being a shareholder of Bangkok Chain Hospital Public Company Limited (“The Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
holding shares at the total amount of _____ shares and have the right to vote equal to _____ votes as follows:

หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share _____ shares and have the right to vote equal to _____ votes

หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preferred share _____ shares and have the right to vote equal to _____ votes

(3) ขอมอบฉันทะให้

Hereby appoint

1. ชื่อ ศ.(พิเศษ) พิภพ วีระพงษ์ อายุ 59 ปี อยู่บ้านเลขที่ 44
Name Professor Piphob Veraphong age 59 years, residing at 44
ถนน แจ้งวัฒนะ ตำบล/แขวง ปากเกร็ด อำเภอ/เขต ปากเกร็ด
Road Chaengwattana Tambol/Sub district Pakkred Amphur/District Pakkred
จังหวัด นนทบุรี รหัสไปรษณีย์ 11120 หรือ
Province Nonthaburi Postal Code 11120 or
2. ชื่อ ดร.วิรัช อภิเมธีธำรง อายุ 77 ปี อยู่บ้านเลขที่ 44
Name Mr. Virach Aphimeteetamrong, Ph.D. age 77 years, residing at 44
ถนน แจ้งวัฒนะ ตำบล/แขวง ปากเกร็ด อำเภอ/เขต ปากเกร็ด
Road Chaengwattana Tambol/Sub district Pakkred Amphur/District Pakkred
จังหวัด นนทบุรี รหัสไปรษณีย์ 11120 หรือ
Province Nonthaburi Postal Code 11120 or
3. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name _____ age _____ years, residing at _____
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road _____ Tambol/Sub district _____ Amphur/District _____
จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
Province _____ Postal Code _____ or

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุม และออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2564 ในวันจันทร์ที่ 26 เมษายน 2564 เวลา 10.30 น. ณ ห้องประชุม the World Sky Hall ชั้น 22 โรงพยาบาลเว็ลด์เมดิคอล เลขที่ 44 หมู่ที่ 4 อำเภอปากเกร็ด จังหวัดนนทบุรี หรือที่แจ้งเปลี่ยนแปลงในวัน เวลา และสถานที่อื่นด้วย

Any and only one person to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2021 held on Monday 26 April 2021, from 10.30 a.m. at the World Sky Hall meeting room 22nd floor, World Medical Hospital, 44 Moo 4 Pakkred, Nonthaburi, or on the date at time and place as may be postponed or changed.

ผู้ที่มาประชุมด้วยตนเอง โปรดนำหนังสือฉบับนี้มาแสดงต่อพนักงานลงทะเบียนในวันประชุมด้วย
Please bring this proxy to show at the meeting even shareholders who attend the meeting in person.

วาระที่ 4

พิจารณาและอนุมัติการแต่งตั้งกรรมการบริษัทแทนกรรมการที่ต้องออกตามวาระ

Agenda No. 4

To consider and approve the appointment of directors replacing those retired by rotation

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows :-
- การแต่งตั้งกรรมการทั้งชุด
The appointment of the directors by group
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain
- การแต่งตั้งกรรมการเป็นรายบุคคล
The appointment of the director by individual
- นายกันตพร หาญพานิชย์
Mr.Kantaporn Harnphanich
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain
- นางสาวพรสุดา หาญพานิชย์
Ms.Pornsuda Harnphanich
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain
- นายศิริพงษ์ สมบัติศิริ
Mr.Siripong Sombutsiri
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain
- นพ. ธวัช สุนาทราจารย์
Mr.Thawat Suntrajarn, M.D.
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ 5

พิจารณาและอนุมัติค่าตอบแทนกรรมการ ประจำปี 2564

Agenda No. 5

To consider and approve the directors' remuneration for the year 2021

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows :-
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ 6

พิจารณาและอนุมัติจ่ายเงินบำเหน็จกรรมการ

Agenda No. 6

To consider and approve the directors' pension

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows :-
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ 7

พิจารณาและอนุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าสอบบัญชีประจำปี 2564

Agenda No. 7

To consider and approve the appointment of auditors and to determine auditors' remuneration for the year 2021

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows :-
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ 8

พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda No. 8

To consider any other business (If any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows :-
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Any voting taken by the proxy holder at the meeting other than those specified in this proxy shall be considered as invalid and not being my/our voting on behalf of the shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case that I/we do not specify any voting right in any agenda or specify ambiguously or if there is any agenda considered in the meeting other than those specified above, including any amendment or addition thereof, the proxy holder shall be authorized to consider the matters and vote on my/our behalf as the proxy holder deems appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

I/We shall be liable for any action taken by the proxy holder at the meeting unless any voting taken by the proxy holder is other than those specified in this proxy

ลงชื่อ/Signed _____ ผู้มอบฉันทะ/Proxy Grantor
()

ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy Holder
()

ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy Holder
()

ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy Holder
()

หมายเหตุ / Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder shall grant proxy to only one proxy holder to attend and vote at the meeting. The number of shares may not be divided to more than one proxy holder in order to divide the vote.

2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

The agenda of the appointment of the directors shall be able to appoint the directors by group or appoint the directors by individual.

3. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

In case there is any other agendas to be considered in addition to those specified in the above mentioned, the proxy grantor may specify such agenda on the attached sheet to the proxy (Form B) attached hereto.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Attached Sheet to the Proxy (Form B)

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท บางกอก เซน ฮอสปิทอล จำกัด (มหาชน)
The proxy on behalf of the shareholder of Bangkok Chain Hospital Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2564 ในวันจันทร์ที่ 26 เมษายน 2564 เวลา 10.30 น. ณ ห้องประชุม the World Sky Hall ชั้น 22
โรงพยาบาลเว็ลด์เมดิคอล เลขที่ 44 หมู่ที่ 4 อำเภอปากเกร็ด จังหวัดนนทบุรี หรือที่จะพึงเลื่อนไป ในวัน เวลา และสถานที่อื่นด้วย

At the Annual General Meeting of Shareholders for the year 2021 held on Monday 26 April 2021, from 10.30 a.m. at the World Sky Hall
meeting room 22nd floor, World Medical Hospital, 44 Moo 4 Pakkred Nonthaburi or on the date at time and place as may be postponed or changed.

วาระที่ _____ เรื่อง _____

Agenda No. Subject :

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ _____ เรื่อง _____

Agenda No. Subject :

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ _____ เรื่อง _____

Agenda No. Subject :

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ _____ เรื่อง _____

Agenda No. Subject :

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ _____ เรื่อง _____

Agenda No. Subject :

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows:
- การแต่งตั้งกรรมการทั้งหมด
The appointment of the directors by group
 เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain
- การแต่งตั้งกรรมการเป็นรายบุคคล
The appointment of the directors by individual
- ชื่อกรรมการ _____
Director's name _____
 เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain
- ชื่อกรรมการ _____
Director's name _____
 เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain
- ชื่อกรรมการ _____
Director's name _____
 เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain
- ชื่อกรรมการ _____
Director's name _____
 เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

I/we hereby certified that the above details on the attached sheet to the proxy are true and correct.

ลงชื่อ/ Signed _____ ผู้มอบฉันทะ/ Proxy Grantor
()

วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/ Proxy Holder
()

วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/ Proxy Holder
()


วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/ Proxy Holder
()


วันที่/ Date _____

**ผู้ที่มาประชุมด้วยตนเอง โปรดนำหนังสือฉบับนี้มาแสดงต่อพนักงานลงทะเบียนในวันประชุมด้วย
Please bring this proxy to show at the meeting even shareholders who attend the meeting in person.**

Information of the Independent Director to be used with proxy of shareholder

Name-Surname:	Professor Piphob Veraphong	
Age:	59 years	
Address:	44 Moo 4, Chaengwattana Road, Pakkred, Nonthaburi, 11120	
Position in the Company:	Independent Director and Audit Committee	
Relationship with Executives / Major Shareholders:	None	
Percentage of Shareholding:	0.0000401 (change in 2020)	
Education:	<ul style="list-style-type: none"> - Master Degree of LL.M., Harvard University, USA - Master Degree of LL.M., Taxation, Boston University, USA - Bachelor of Law (Honors), Chulalongkorn University - Barrister-at-law - Certificate of International Taxation, Harvard University, USA 	
Training for Directors' Program:	Director Accreditation Program, Thai Institute of Directors Association (IOD)	
Director / executive in other business:	<u>Listed companies</u> (1 organization) 2015 - present Independent Director and Audit Committee / Land and Houses PCL. <u>Non-listed organizations</u> (1 organization) 2002 - present Partner / Law Alliance Co., Ltd. <u>Other entities that may have conflicts of interest with the Company</u> - None	
Meeting Participation:	The Board of Directors' Meeting in 2020, 6 from 6 The Audit Committees' Meeting in 2020, 5 from 5	
Number of Years for Directorship:	17 years	
Nature of relationships with company / affiliated and associated companies or juristic persons with potential conflicts of interest at present and during the past two years:	<ul style="list-style-type: none"> - Not being an executive director, staff member, employee or adviser who earns salary from the Company - Not being a professional service provider to the Company - No material business relationships with the Company in such a way that may affect their independence 	
Interests in meeting agenda:	Conflicts of interests in agenda 5 (To consider and approve the directors' remuneration for the year 2021) and agenda 6 (To consider and approve the directors' pension)	

Information of the Independent Director to be used with proxy of shareholder

Name-Surname:	Mr. Virach Aphimeteetamrong, Ph.D.	
Age:	77 years	
Address:	44 Moo 4, Chaengwattana Road, Pakkred, Nonthaburi, 11120	
Position in the Company:	Independent Director and Chairman of the Audit Committee	
Relationship with Executives / Major Shareholders:	None	
Percentage of Shareholding:	None (No change in 2020)	
Education:	<ul style="list-style-type: none"> - Ph.D. (Finance), University of Illinois, Urbana-Champaign, USA - Master Degree in M.A.S., University of Illinois, Urbana-Champaign, USA - Master Degree in Business Administration, Gothenburg, Sweden - Bachelor of Accounting (Honors 2nd), Chulalongkorn University 	
Training for Directors' Program:	Director Accreditation Program, Thai Institute of Directors Association (IOD)	
Director / executive in other business:	<p><u>Listed companies</u> (5 organization)</p> <p>2013 - present Independent Director and Audit Committee/Thai Agro Energy PCL.</p> <p>2007 - present Chairman of Board of Directors / Intouch Holdings PCL.</p> <p>2004 - present Independent Director and Chairman of the Audit Committee / Asia Plus Group Holdings PCL.</p> <p>1995 - present Independent Director and Audit Committee / Metro Systems Corporation PCL.</p> <p>1993 - present Chairman of the Independent Director / Supalai PCL.</p> <p><u>Non-listed organizations</u> (3 organization)</p> <p>2020 - present Independent Director / Allianz Ayudhya Assurance Plc</p> <p>2003 - present Director / TRIS Corporation Co., Ltd.</p> <p>1988 - present Chairman of the Board of Directors / Office Dr.Virach & Associates Co., Ltd.</p> <p><u>Other entities that may have conflicts of interest with the Company</u> - None</p>	
Meeting Participation:	The Board of Directors' Meeting in 2020, 6 from 6 The Audit Committees' Meeting in 2020, 5 from 5	
Number of Years for Directorship:	17 years	
Nature of relationships with company / affiliated and associated companies or juristic persons with potential conflicts of interest at present and during the past two years:	<ul style="list-style-type: none"> - Not being an executive director, staff member, employee or adviser who earns salary from the Company - Not being a professional service provider to the Company - No material business relationships with the Company in such a way that may affect their independence 	
Interests in meeting agenda:	Conflicts of interests in agenda 5 (To consider and approve the directors' remuneration for the year 2021) and agenda 6 (To consider and approve the directors' pension)	

Document and evidence required prior to attending the Meeting of Shareholders**1. In the event that the shareholder is a natural person:**

- 1.1 Attendance in person: A valid official ID card where in a photograph is shown, e.g. personal ID card, driver license, or passport.
- 1.2 Attendance by proxy:
 - (a) a completed Proxy Form signed by the proxy grantor (the shareholder) and the proxy;
 - (b) a copy of the proxy grantor's ID card as referred to in 1.1 certified correct by the proxy grantor; and
 - (c) an original of the proxy's ID card as referred to in 1.1.

2. In the event that the shareholder is a juristic person:

- 2.1 Attendance by an authorized representative of the shareholder:
 - (a) an original of such authorized representative's ID card as referred to in 1.1; and
 - (b) a copy of the Affidavit or Certificate of Incorporation of the shareholder showing the name of such authorized representative as a person having authority to act on the shareholder's behalf and such copy of the Affidavit or Certificate of Incorporation must be certified correct by such authorized representative.
- 2.2 Attendance by proxy:
 - (a) a completed Proxy Form signed by the proxy grantor (the shareholder) and the proxy;
 - (b) a copy of the Affidavit or Certificate of Incorporation of the shareholder showing that the name of the person who signs in the Proxy Form as the proxy grantor is an authorized representative of the shareholder having authority to act on the shareholder's behalf and such copy of the Affidavit or Certificate of Incorporation must be certified correct by such authorized representative; and
 - (c) an original of the proxy's ID card as referred to in 1.1

3. In the event that the shareholder is non-Thai shareholder or is a juristic person incorporated under a foreign law:

Paragraph no. 1 and 2 above shall be applied mutatis mutandis to a non-Thai shareholder or a shareholder which is juristic person incorporated under a foreign law as the case may be under the following conditions:

- (a) Affidavit or Certificate of Incorporation of such juristic person may be issued by either the governmental authority of the country in where such juristic person is situated or by an officer of such juristic person, provided that such an Affidavit or Certificate of Incorporation must contain the name of the juristic person, the address of the head office of the juristic person, and the name(s) of the person(s) having authority to sign on behalf of the juristic person together with any restriction or conditions of the power of such person(s); and
- (b) English translation is required to be attached for any original document which is not made in English and such translation must be certified by the authorized representative of such juristic person.

The Company's Articles of Association regarding the Meeting of Shareholders and voting procedures

- No.35 The Shareholders' Meeting of the Company shall be arranged in the area of the Head Office's location or the adjacent province or any place determined by the Board of Directors.
- No.36 The Board of Directors shall call a Shareholders' Meeting at least once a year which is an "Annual Ordinary General Meeting of Shareholders". The Meeting shall be held within four (4) months after the last day of the fiscal year of the Company.

Shareholders' Meetings other than the one referred to in the first paragraph shall be called "Extraordinary General Meetings".

The Board of Directors may call an Extraordinary General Meeting of Shareholders any time the Board considers it expedient to do so. One or more shareholders holding shares amounting to not less than ten (10) percent of the total number of shares sold may submit a written request to the Board of Directors for calling an Extraordinary General Meeting at any time, but the subjects and reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a Shareholders' Meeting to be held within forty-five (45) days as from the date of receipt of such request from the shareholders.

In case the Board of Directors does not hold the meeting within the period as prescribed under the third paragraph, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such meeting within forty-five (45) days from the completion of such period. In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors. The Company shall be responsible for necessary expenses arising from such meeting and reasonably provide facilitation.

In the case that the quorum of the meeting convened as requested by the shareholders according to the fourth paragraph cannot be formed as required by this Articles of Association, the shareholders under the fourth paragraph shall be jointly responsible for any expenses incurring from the convening of such meeting.

- No.37 In calling a Shareholders' Meeting, the Board of Directors shall prepare a written notice calling the meeting that states the place, date, time, agendas of the meeting and the matters to be proposed to the meeting with reasonable details by indicating clearly whether it is the matter proposed for information, for approval, or for consideration, as the case may be, including the opinions of the Board of Directors in the said matters, and the said notice shall be delivered to the shareholders and the Registrar for their information at least seven (7) days prior to the date of the meeting. The notice calling for the meeting shall also be published consecutively in a newspaper at least three (3) days prior to the date of the meeting.
- No.38 In order to constitute a quorum, there shall be shareholders and proxies (if any) attending at a Shareholders' Meeting amounting to not less than twenty-five (25) persons, or not less than one half (1/2) of the total number of shareholders, and in either case such shareholders shall hold shares amounting to not less than one-third (1/3) of the total number of shares sold, unless otherwise stipulated by the law governing public limited companies.

At any Shareholders' Meeting, if one (1) hour has passed from the time specified for the meeting and the number of shareholders and the aggregate number of shares held by the shareholders attending the meeting is still inadequate for a quorum, and if such Shareholders' Meeting was called as a result of a request by the shareholders, such meeting shall be cancelled. If such meeting was called by the Board of Directors, the meeting shall be called once again and the notice calling such meeting shall be delivered to the shareholders not less than seven (7) days prior to the date of the meeting. In the subsequent meeting a quorum is not required.

No.39 At Shareholders' Meetings, a shareholder may authorize a person as his/her proxy to attend the meeting and vote on his/her behalf. The appointment shall be made in writing and signed by the proxy grantor, and complied with the Registrar. It shall be submitted to the Chairman of the Board, or to the person designated by the Chairman of the Board, at the place of the meeting before the proxy attends the meeting. The proxy form shall be as specified by the Registrar under the law governing public limited companies which has at least the following details:

- a. Number of holding shares
- b. Proxy holder's name
- c. Meeting no. for proxy to attend the meeting and to vote

No.40 The Shareholders' Meeting shall be conducted to follow the sequence of the agendas specified in the notice calling for the meeting, provided that the meeting may pass a resolution allowing a change in the sequence of the agendas with a vote of not less than two-thirds (2/3) of the number of the shareholders present at the meeting.

If the consideration of the matters referred to in the first paragraph is finished, the shareholders holding shares amounting to not less than one-third (1/3) of the total number of shares sold may request the meeting to consider the matters other than those indicated in the notice calling for the meeting.

If the meeting has not concluded the consideration of the matters according to the sequence of the agendas as referred to in the first paragraph, or the matters raised by the shareholders under the second paragraph, as the case may be, and it is necessary to postpone the consideration of the meeting, the meeting shall determine the place, date and time for the next meeting and the Board of Directors shall, not less than seven (7) days prior to the date of the meeting, deliver to the shareholders notice calling for the meeting which indicates the place, date, time and agendas of the meeting. The notice calling for the meeting shall also be published consecutively in a newspaper not less than three (3) days prior to the date of the meeting.

No.41 The Chairman of the Board of Directors shall preside at every Shareholders' Meeting. If the Chairman of the Board is not present at a meeting, or cannot perform his/her duty, and if there is a Vice-Chairman, the Vice-Chairman present at the meeting shall be the chairman of the meeting. If there is no Vice-Chairman, or if the Vice-Chairman cannot perform his/her duty, the shareholders present at the meeting shall elect one shareholder to be the chairman of the meeting.

No.42 At the Shareholders' Meeting, the subscribers shall have votes equal to the number of shares subscribed by them. One share is entitled to one vote.

A shareholder or a proxy who has any special interest in a resolution cannot vote on such resolution, except for voting on the election of Directors.

No.43 Unless otherwise stipulated by these Articles of Association or by the law governing public limited companies, any voting or resolution at a Shareholders' Meeting shall be passed by a simple majority of the shareholders present at the meeting with the right to vote. The following matters must have a vote of not less than third-fourths (3/4) of the total number of the shareholders present at the meeting with the right to vote.

- a. Sales or transfer the whole or the important business of the Company to others;
- b. Acquire or receive transfer of the business of other public companies or private companies;
- c. Enter, amend or terminate the contracts relating to the rent of the whole or the important business of the Company, giving an authority for management to others, or merging the business with others on the purpose of profit/loss sharing;
- d. Amendments of the Company's Memorandum or Articles of Association;
- e. Increase or decrease of the share capital;
- f. Issuance of the debentures;
- g. Merging or termination of business.

Information of proposed in replacement of those retiring by rotation

Name-Surname:	Mr.Kantaporn Hamphanich	
Age:	33 years	
Position in the Company:	Director/ Member of Executive Committee/ Chief Marketing Officer	
Relationship with Executives / Major Shareholders:	Prof.Dr.Chalerm Harnphanich, M.D.'s son	
Percentage of Shareholding:	3.33 (No change in 2020)	
Education:	<ul style="list-style-type: none"> - Master Degree of Healthcare and Wellness Management, College of Management, Mahidol University - Master of Business Administration, Assumption University - Bachelor of Business Administration, Assumption University 	
Training for Directors' Program:	Director Accreditation Program, Thai Institute of Directors Association (IOD)	
Director / executive in other business:	<u>Listed companies</u> - None <u>Non-listed companies</u> (13 organizations) 2020 - present Director / S G GOODFRIENDS Co., Ltd. 2020 - present Director / K.P.A. FOOD Co., Ltd. 2019 - present Director / Latte Coffee Shop Co., Ltd. 2017 - present Director / Bangkok Chain International (Lao) Co., Ltd. 2016 - present Director / Bangkok Chain Management Co., Ltd. 2015 - present Director / Sothon Vejchakit Co., Ltd. 2015 - present Director / Coffee and Latte House Co., Ltd. 2014 - present Director / Park Inn Saraburi Co., Ltd. 2014 - present Director / Chiangrai Imaging Center Co., Ltd. 2013 - present Director / Balleto Foods Co., Ltd. 2013 - present Director of Marketing / Rattanatibeth General Hospital Co., Ltd. 2012 - present Director / Sriburin Medical Co., Ltd. 2011 - present Director / Tipnatee s.p.p. Co., Ltd. <u>Other entities that may have conflicts of interest with the Company</u> - None	
Meeting Participation:	The Board of Directors' Meeting in 2020, 6 from 6 The Executive Committee' Meeting in 2020, 12 from 12	
Number of Years for Directorship:	6 years	

Name-Surname: Ms. Pornsuda Harnphanich

Age: 31 years

Position in the Company: Director/ Member of Executive Committee/
Member of Risk Management Committee/
Chief Finance Officer

Relationship with Executives / Major Shareholders: Prof.Dr.Chalerm Harnphanich, M.D.'s daughter

Percentage of Shareholding: 3.37 (Add 0.04 in 2020)

Education:

- Master degree of Healthcare and Wellness Management, College of Management, Mahidol University
- Master degree of Science (Finance), University College Dublin, Singapore
- Bachelor of Business Administration in Finance, Thammasat University

Training for Directors' Program: Director Accreditation Program, Thai Institute of Directors Association (IOD)

Director / executive in other business: Listed companies - None

Non-listed companies (13 organization)


2020 - present	Director / S G GOODFRIENDS Co., Ltd.
2020 - present	Director / K.P.A. FOOD Co., Ltd.
2019 - present	Director / Latte Coffee Shop Co., Ltd.
2017 - present	Director / Bangkok Chain International (Lao) Co., Ltd.
2016 - present	Director / Bangkok Chain Management Co., Ltd.
2016 - present	Director / Sothon Vejchakit Co., Ltd.
2015 - present	Director / Coffee and Latte House Co., Ltd.
2014 - present	Director of Auditing and Finance / Rattanatibeth General Hospital Co., Ltd.
2014 - present	Director / Rattanatibeth General Hospital Co., Ltd.
2013 - present	Director / Navanakorn Medical Co., Ltd.
2013 - present	Director / Ayutthaya Medicare Co., Ltd.
2013 - present	Director / Balleto Foods Co., Ltd.
2011 - present	Director / Tipnatee s.p.p. Co., Ltd.


Other entities that may have conflicts of interest with the Company - None

Meeting Participation: The Board of Directors' Meeting in 2020, 5 from 6
The Executive Committee' Meeting in 2020, 12 from 12
The Risk Management Committee' Meeting in 2020, 4 from 4

Number of Years for Directorship: 1 years



Name-Surname:	Mr. Siripong Sombutsiri	
Age:	66 years	
Position in the Company:	Independent Director/ Audit Committee	
Relationship with Executives / Major Shareholders:	None	
Percentage of Shareholding:	None (No change in 2020)	
Education:	- Master Degree of Business Administration in Finance, Sul Ross University, USA - Bachelor of Commerce and Accounting, Chulalongkorn University	
Training for Directors' Program:	Director Accreditation Program, Thai Institute of Directors Association (IOD)	
Director / executive in other business:	<u>Listed companies</u> (3 organization) 2014 - present Chairman of the Board of Directors and Chairman of the Audit Committee / Com 7 PCL. 2013 - present Director and Chairman of the Audit Committee / Pan Asia Footwear PCL. 2007 - present Director and Executive Director / AP (Thailand) PCL and subsidiaries.. <u>Non-listed organizations</u> (1 organization) 2011 – present Director / Infinite Electric (Thailand) Co., Ltd. <u>Other entities that may have conflicts of interest with the Company</u> - None	
Meeting Participation:	The Board of Directors' Meeting in 2020, 6 from 6 The Audit Committee' Meeting in 2020, 5 from 5	
Number of Years for Directorship:	17 years	
Nature of relationships with company / affiliated and associated companies or juristic persons with potential conflicts of interest at present	- Not being an executive director, staff member, employee or adviser who earn salary from the Company - Not being a professional service provider to the Company - No material business relationships with the Company in such a way that may affect their independence	
Nominating principles and procedures and the reason of proposing to re-elect an Independent Director, who is being the Company's Director for more than 9 years, as an Independent Director another term:	The Board of Directors has proposed that He is suitable, both in terms of the qualifications and experiences be able to give independent opinions and have the qualifications conform to Enclosure No.8. Therefore, he should be re-elected as an Independent Director.	

Name-Surname:	Mr. Thawat Suntrajarn, M.D.													
Age:	73 years													
Position in the Company:	Independent Director													
Relationship with Executives / Major Shareholders:	None													
Percentage of Shareholding:	None (No change in 2020)													
Education:	<ul style="list-style-type: none"> - M.PH Mahidol University - M.D. Chiang Mai University - B.Sc, Medical Science, Chiang Mai University 													
Training for Directors' Program:	Director Accreditation Program, Thai Institute of Directors Association (IOD)													
Director / executive in other business:	<u>Listed companies</u> - None <u>Non-listed organizations</u> (6 organizations) <table border="0" style="margin-left: 20px;"> <tr> <td style="padding-right: 20px;">2016 - present</td> <td>Senior Advisory / Sub-committee of Ministry of Public Health</td> </tr> <tr> <td>2016 - present</td> <td>Senior Advisory / Sub-committee of Department of Health and Service Support, Ministry of Public Health</td> </tr> <tr> <td>2010 - present</td> <td>Senior Advisory / University of Phayao Council</td> </tr> <tr> <td>2009 - present</td> <td>President / Thailand Health Association</td> </tr> <tr> <td>2008 - present</td> <td>Advisory / Global Fund Principle Recipient Management office, Ministry of Public Health</td> </tr> <tr> <td>2008 - present</td> <td>Advisory / Permanent Secretary Ministry of Public Health</td> </tr> </table> <u>Other entities that may have conflicts of interest with the Company</u> - None		2016 - present	Senior Advisory / Sub-committee of Ministry of Public Health	2016 - present	Senior Advisory / Sub-committee of Department of Health and Service Support, Ministry of Public Health	2010 - present	Senior Advisory / University of Phayao Council	2009 - present	President / Thailand Health Association	2008 - present	Advisory / Global Fund Principle Recipient Management office, Ministry of Public Health	2008 - present	Advisory / Permanent Secretary Ministry of Public Health
2016 - present	Senior Advisory / Sub-committee of Ministry of Public Health													
2016 - present	Senior Advisory / Sub-committee of Department of Health and Service Support, Ministry of Public Health													
2010 - present	Senior Advisory / University of Phayao Council													
2009 - present	President / Thailand Health Association													
2008 - present	Advisory / Global Fund Principle Recipient Management office, Ministry of Public Health													
2008 - present	Advisory / Permanent Secretary Ministry of Public Health													
Meeting Participation:	The Board of Directors' Meeting in 2020, 6 from 6													
Number of Years for Directorship:	11 years													
Nature of relationships with company / affiliated and associated companies or juristic persons with potential conflicts of interest at present and during the past two years:	<ul style="list-style-type: none"> - Not being an executive director, staff member, employee or adviser who earn salary from the Company - Not being a professional service provider to the Company - No material business relationships with the Company in such a way that may affect their independence 													
Nominating principles and procedures and the reason of proposing to re-elect an Independent Director, who is being the Company's Director for more than 9 years, as an Independent Director another term:	<p>The Board of Directors has proposed that He is suitable, both in terms of the qualifications and experiences be able to give independent opinions and have the qualifications conform to Enclosure No.8. Therefore, he should be re-elected as an Independent Director.</p>													

Information of the auditors

Name-Surname: Ms.Nawarat Nitikeatipong

Company: KPMG Phoomchai Audit Ltd.

Work Experience: 19 years

Position: Partner

Qualifications:

- Certified Public Accountant, the Federation of Accounting Professions of Thailand
- SEC Authorized Auditor
- Member of the Federation of Accounting Professions of Thailand

Education:

- Master of Master of Business Administration, National Institute of Development Administration
- Bachelor of Accounting, Chulalongkorn University

Experiences:

2019 - present	Partner - KPMG Phoomchai Audit Ltd.
2016 - 2019	Director - KPMG Phoomchai Audit Ltd.
2013 - 2015	Associated Director - KPMG Audit (Thailand) Ltd.

Contract detail:

Email	nawarat@kpmg.co.th
Tel.	02 677 2319
Fax	02 677 2222



Name-Surname: Mrs.Wilai Buranakittisopon

Company: KPMG Phoomchai Audit Ltd.

Work Experience: 36 years

Position: Partner

Qualifications:

- Certified Public Accountant, the Federation of Accounting Professions of Thailand
- SEC Authorized Auditor
- Member of the Federation of Accounting Professions of Thailand
- Committee and Secretary of the Subcommittee for the Monitoring of the Development of IFRS

Education:

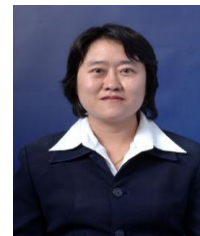
- Master of Accounting, Thammasat University
- Bachelor of Accounting, Thammasat University

Experiences:

2004 - present	Partner - KPMG Phoomchai Audit Ltd.
1994 - 2004	Partner - KPMG Audit (Thailand) Ltd.
1990 - 1993	Manager - KPMG Peat Marwick Suthee Ltd.
1986 - 1989	Assistant - Supervisor - Suthee & Company

Contract detail:

Email	wilai@kpmg.co.th
Tel.	02 677 2116
Fax	02 677 2222



Name-Surname: Ms.Vipavan Pattavanvivek

Company: KPMG Phoomchai Audit Ltd.

Work Experience: 28 years

Position: Partner



Qualifications:

- Certified Public Accountant, the Federation of Accounting Professions of Thailand
- SEC Authorized Auditor
- Member of the Federation of Accounting Professions of Thailand

Education:

- Master of Science (Accounting), Thammasat University
- Bachelor of Accounting (Second Class Honors), Thammasat University

Experiences:

2011 - present	Partner - KPMG Phoomchai Audit Ltd.
2010 - 2011	Director - KPMG Phoomchai Audit Ltd.
2008 - 2010	Associate Principle - KPMG Phoomchai Audit Ltd.
2005 - 2008	Associate Director - KPMG Phoomchai Audit Ltd.
2003 - 2005	Manager - KPMG Phoomchai Audit Ltd.

Contract detail:

Email	vipavan@kpmg.co.th
Tel.	02 677 2331
Fax	02 677 2222

Definition of “Independent Director”

“Independent Director” means the director, who is independent in expressing his opinion to the operation of the Company, must be a person who has no involvement or interest to the result of operation either directly or indirectly. The qualifications of the Independent Director are as follows:

1. Hold share not more than 1% of paid up capital of the Company, affiliate company, joint company, associated company, including the shares held by the related person.
2. Being independent either directly or indirectly of both financial and management of the Company or joint company or major shareholders of the Company, and having no benefit or interest in such manner within 2 years before being appointed as the Independent Director, unless the Board of Director has carefully considered and see that such participation in having benefit or interest will not affect the duty performing and the independence in giving an opinion.
3. Must not be the Director who has been appointed as the representative to maintain the interest of the Director of the Company, major shareholders, or shareholders who are related to the major shareholders of the Company.
4. Must not participate in management and must not be employee, staff or consultant who receives regular salary in the Company, affiliate company, joint company, company or major shareholder of the Company.
5. Must not be related person or relatives of the executive or major shareholders of the Company.
6. Capable to perform his duty and express opinion or report result of duty performing independently as assigned by the Board of Directors, and not under the control of the Executive or major shareholders of the Company, including related person or close relatives of such person.
7. No other character that causes the inability to give opinion to operation of the Company independently.

All the definition above has complied with the rules and regulations stipulated by Securities and Exchange Commission and the Stock Exchange of Thailand.

Map of the meeting venue

Bangkok Chain Hospital Public Company Limited

World Medical Hospital, 22nd Floor, No.44 Moo 4, Chaengwattana Road, Pakkred, Nonthaburi 11120

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