

No. THG 34/2022

28 April 2022

Subject: Notification of Resolutions of the 2022 Annual General Meeting of Shareholders

To: President
The Stock Exchange of Thailand

The 2022 Annual General Meeting of Shareholders of Thonburi Healthcare Group Public Company Limited (the "Company") held on 28 April 2022 at 10.00 hrs. at Nanthapark Club Building (Opposite Thonburi Hospital) no. 64 Soi Issaraparp 44, Baanchanglor Sub-district, Bangkok Noi District, Bangkok 10700 to consider the agendas as follows:

Agenda 1 Matters for acknowledgement

The meeting acknowledged as reported by the Chairman.

Agenda 2 To consider and acknowledge the operating results for the year 2021

The meeting acknowledged the operating results for the year 2021 as reported.

Agenda 3 To approve the financial statements for fiscal year 2021, ending on 31 December 2021

The meeting resolved to approve the financial statements for the year ending on 31 December 2021 with the majority votes of shareholders and proxies attending the meeting and casting the votes as follows:

Resolution	Number of votes (shares)	Percentage
Approval	536,509,787	100.0000
Disapproval	0	0.0000
Abstinance	0	0.0000
Voided Ballot	0	0.0000
Total	536,509,787	100.00

Agenda 4 To approve appropriation of net profit as legal reserve and dividend payment for 2021

The meeting resolved to approve with the majority votes of shareholders and proxies attending the meeting and casting the votes: (i) no appropriation of net profit as legal reserve as the Company had appropriated reserve of Baht 112.5 million or equivalent to 13% of the Company's registered capital according to the laws and Articles of Association of the Company; and (ii) dividend payment for the year 2022 of Baht 0.90 per share or 81.8% of the net profit, totaling dividend payment of Baht 762.72 million.

The interim dividend had been paid for the business performance from 1 January 2021 to 30 September 2021 at the rate of 0.40 baht per share. The remaining dividends has been approved at the rate of 0.50 baht per share, totaling dividend payment is of Baht 423.73 million. The date for the right of shareholders to receive dividends will be on 23 March 2022, with the payment of dividends by 27 May 2022 as follows:

Resolution	Number of votes (shares)	Percentage
Approval	536,509,787	100.0000
Disapproval	0	0.0000
Abstinance	0	0.0000
Voided Ballot	0	0.0000
Total	536,509,787	100.00

Agenda 5 To approve the appointment of auditors and audit fee for the fiscal year ending 31 December 2022

The meeting resolved to approve the appointment of the auditors for the year 2022 and the auditors fee for the fiscal year ended 31 December 2022 with the majority votes of shareholders and proxies attending the meeting and casting the votes as follows:

5.1 Appointed the following auditors from PricewaterhouseCoopers ABAS Ltd. (“PWC”) as auditors of the Company for the year 2021:

- | | |
|-----------------------------|--|
| 1) Mr. Krit Chatchawalwong, | Certified Public Accountant No. 5016; or |
| 2) Mrs. Anutai Poomsurakul, | Certified Public Accountant No. 3873; or |
| 3) Mr. Vichien Khingmontri, | Certified Public Accountant No. 3977 |

5.2 Authorized the director to consider and approve, if PWC is required to procure other authorized auditors instead of the above certified auditors who are not able to work.

5.3 Approved the auditor fee for the audit of company only and consolidated financial statements of THG for the financial year ending 31 December 2021, and the quarterly financial statements totaling 3,750,000 baht; to acknowledge the auditor fee of the PWC for THG’s subsidiaries totaling 4,600,000 baht, and the audit fees of other auditors’ offices totaling 300,000 baht.

5.4 Granted the Board of Directors to have the authority to consider additional auditor fees as appropriate, such as the increase of subsidiaries.

5.5 Acknowledged the auditor fee of new subsidiaries in 2021, namely Med Access Co., Ltd., and Thonburi Canabiz PCL. as the amount has not exceeded from approval.

5.6 Acknowledged the auditor fee of the subsidiary in 2021 that has been reduced in the amount of 100,000 baht from approval.

Resolution	Number of votes (shares)	Percentage
Approval	536,509,787	100.0000
Disapproval	0	0.0000
Abstinance	0	0.0000
Voided Ballot	0	0.0000
Total	536,509,787	100.00

Agenda 6 To consider and approve the appointment of directors in replacement of those who retire by rotation

The meeting resolved to approve the appointment of directors replacing those retired by rotation on an individual basis, with the majority votes of shareholders and proxies attending the meeting and casting the votes as follows:

1. Dr. Vikrom Koornpirochana (Ph.D.) (Independent Director)

Resolution	Number of votes (shares)	Percentage
Approval	536,095,587	99.9228
Disapproval	414,200	0.0772
Abstinance	0	0.0000
Voided Ballot	0	0.0000
Total	536,509,787	100.0000

2. Dr. Kajorn Thanapase (Ph.D.) (Director)

Resolution	Number of votes (shares)	Percentage
Approval	510,419,539	95.1370
Disapproval	26,090,248	4.8630
Abstinance	0	0.0000
Voided Ballot	0	0.0000
Total	536,509,787	100.0000

3. Mr. Sita Meksawan (Director and Member of Corporate Governance and Business Ethics Committee)

Resolution	Number of votes (shares)	Percentage
Approval	510,419,539	95.1370
Disapproval	26,090,248	4.8630
Abstinance	0	0.0000
Voided Ballot	0	0.0000
Total	536,509,787	100.0000

4. Dr. Rukkagee Kanchanapitak (Ph.D.) (Director)

Resolution	Number of votes (shares)	Percentage
Approval	510,426,139	95.1383
Disapproval	26,083,648	4.8617
Abstinance	0	0.0000
Voided Ballot	0	0.0000
Total	536,509,787	100.0000

Agenda 7 To consider and approve the determination of remuneration of the Board of Directors and the subcommittee

The meeting resolved to approve with the votes of not less than two-thirds (2/3) of shareholders and proxies attending the meeting as follows:

1) Monetary remuneration to the Board of Directors and the subcommittee at the same rate as in 2021

Position	Annual Remuneration (Baht per year)	Meeting Allowance (Baht per meeting)
Chairman	180,000	12,000
Director	150,000	12,000
Subcommittees: 1) Audit Committee 2) Risk Management Committee 3) Nomination and Remuneration Committee 4) Corporate Governance and Business Ethics Committee	-	12,000

2) Non-monetary remuneration

2.1 Medical service fee at Thonburi hospital propose to increase the limit as the rising of medical expense rates as follows:

Position	Medical service for year 2021	Medical service for year 2022
Chairman and the board of directors	100,000 Baht per year with 50% discount in excess amount	<u>150,000</u> Baht per year with 50% discount in excess amount
Parents	50% discount with unlimited amount	50% discount with unlimited amount
Spouse and underage children	50% discount with a limit of 100,000 Baht	50% discount with a limit of <u>150,000</u> Baht

2.2 Health insurance for COVID-19 disease (Addition from last year)

2.3 Group Accident Insurance (Addition from last year)

2.4 Directors' and officers' liability insurance

Resolution	Number of votes (shares)	Percentage
Approval	536,509,787	100.0000
Disapproval	0	0.0000
Abstinance	0	0.0000
Voided Ballot	0	0.0000
Total	536,509,787	100.0000

Agenda 8 To approve the investment in Thonburi Rangsit Hospital Project which is an asset acquisition transaction

The meeting resolved to approve the investment in Thonburi Rangsit Hospital Project ("Project"), the total investment value is not more than 2,700.00 million baht. The project is a 250-bed tertiary hospital which will be built on land title deeds no. 184903, 184904, 184905 and 184906, totaling 4 land plots, total area equal to 20-0-0.8 rai or 8,000.8 square wah, located in front of the Jin Wellbeing County project, on Phaholyothin Road (Thor Lor. 1), at km 36 + 550, Khlong Nueng, Khlong Luang, Pathum Thani which is currently owned by THG with the votes of not less than 3/4 (third fours) of shareholders and proxies attending the meeting excluding the number of votes of interested shareholders as follows:

Resolution	Number of votes (shares)	Percentage
Approval	349,545,048	100.0000
Disapproval	0	0.0000
Abstinance	0	0.0000
Voided Ballot	0	0.0000
Total	349,545,048	100.0000

Agenda 9 To approve the sale of land at Rangsit which is an asset disposal transaction and connected transaction

The meeting resolved to approve the sale of land at Rangsit which is considered to be an asset disposal transaction and connected transactions according to land title deeds No. 184903, 184904, 184905 and 184906, totaling 4 title deeds, total area equal to 20-0-0.8 rai or 8,000.8 square wah to a newly established joint venture company ("Land Disposal Transaction"). The disposing of the land at this time totaling 584.00 million baht which the Company will receive 5,840,000 shares of the joint venture company at a par value of 100.00 baht per share. In addition, the Board of Directors will propose to the shareholders' meeting to consider and approve the delegation of powers to the company's directors and/or Managing Director and/or persons assigned by the Executive Director and/or the President; (a) determination of

terms, conditions and other details relating to the investment in the said project; (b) entering into negotiations, making an agreement, including amending and sign documents and contracts that related to the investment in the said project; and (c) sign the permission documents and evidence that related to the investment in the said project, as well as contacting and applying for permission such documents and evidence to government agencies or relevant agencies and have the power to take any other necessary and appropriate actions in connection with the investment. As a result, the actions of companies related to the investment in the project were achieved in accordance with the objectives and for the best interest of the shareholders and the Company by having to comply with the law and/or related regulations with the votes of not less than 3/4 (third fours) of shareholders and proxies attending the meeting excluding the number of votes of interested shareholders as follows:

Resolution	Number of votes (shares)	Percentage
Approval	349,545,048	100.0000
Disapproval	0	0.0000
Abstinance	0	0.0000
Voided Ballot	0	0.0000
Total	349,545,048	100.0000

Please be informed accordingly

Yours sincerely,

Thonburi Healthcare Group Public Company Limited

(Miss Jinda Ariyapornpong)

Corporate Secretary