



## Corporate Governance Policy

Ramkhamhaeng Hospital Public Company Limited

## **Corporate Governance Policy**

The Company recognizes the role, duties, and responsibilities of good corporate governance as a driver of relationships and building credibility with investors and business stakeholders, adding value to the organization and promoting the sustainable growth of the Company. By managing the business with fairness, integrity, transparency, in accordance with the principles of good corporate governance, and as a core value of leading organizations, the Company has therefore established a corporate governance policy to serve as a framework for various aspects of its operations as follows:

1. The Board of Directors, executives, and all employees will perform their duties with determination, dedication, and full responsibility to the best of their ability for the utmost benefit of the Company.
2. The Board of Directors plays a vital role in conjunction with management in setting the Company's vision, strategies, policies, and key plans, including establishing an appropriate and fair organizational structure and working relationship between the Board of Directors, management, and shareholders. This involves establishing appropriate management and business operation guidelines, as well as supervising and monitoring management to ensure compliance with established policies, strategies, and plans.
3. The Board of Directors and executives must be leaders in ethics and role models in performing their duties with honesty, integrity, fairness, transparency, and accountability.
4. The Board of Directors, executives, and all employees will adhere to fairness by treating all stakeholders equally. They will also oversee, control, and prevent any decisions or actions that present a conflict of interest.
5. The Board of Directors ensures that the Company discloses material information, both financial and non-financial, accurately, adequately, transparently, timely, and reliably through various channels that are easily and equally accessible to all stakeholders.

The Company places importance on conducting business with transparency, accountability, ethics, and compliance with all applicable laws. It has established internal control, audit, and reporting systems. Currently, the Board of Directors prioritizes assessing risks affecting the business by providing policies and guidelines for financial reporting practices as follows;

1. Internal Reporting: These include reports submitted to management, the Board of Directors, and committees for consideration and monitoring of the system and monthly performance.
2. External Reporting: The Company provides quarterly financial statement reporting, annual reports, and other disclosures to external parties.
3. The Board recognizes: the importance of accurate and complete financial reporting, along with the auditor's report in the annual report.

For Risk Control through Internal Control, the Board has a policy of aggregating and monitoring risks by having a monitoring and surveillance system in place to continuously assess risks.

For Control and Monitoring, the Company holds regular monthly meetings to monitor performance, cost control, and jointly adjust strategies to ensure the hospital's strength and maintain its competitiveness. This includes joint venture hospitals within the Ramkhamhaeng Hospital network, which operate under the same standards.

For Management for Equality among Stakeholder Groups, The Company's management policy recognizes the importance of maintaining a balance among customer groups (patients), treating physicians, employee groups, shareholder groups, and other stakeholder groups such as insurance companies, contracting companies, and related agencies. The Company is committed to conducting business with integrity and fairness to all groups equally.

### **The Prevention of Conflicts of Interest's Policy**

The Board of Directors has established a Policy on the Prevention of Conflicts of Interest, ensuring that all business activities are conducted in the best interests of the Company and its shareholders, while avoiding any actions that may give rise to conflicts of interest. The objective is to ensure fairness and transparency for all stakeholders. Accordingly, it is the Company's policy to prevent directors, executives, and employees from seeking personal benefits arising from their positions within the Company, as follows:

1. In cases where connected transactions are necessary, such transactions must be conducted under general commercial terms, following principles approved by the

Board of Directors with transparency and fairness, as if they were conducted with external parties, and with due consideration for the best interests of the Company.

For any material connected transactions or transactions that are not conducted under general commercial terms and may give rise to conflicts of interest, such transactions must be reviewed by the Audit Committee prior to submission for approval by the Board of Directors or the shareholders, as the case may be. The Company shall ensure compliance with the relevant rules and regulations prescribed by the Stock Exchange of Thailand (SET) and the Office of the Securities and Exchange Commission (SEC).

Directors, executives, or employees who have an interest in any such transaction are prohibited from participating in the consideration, discussion, or voting on the approval of that transaction.

2. Directors, executives, and employees shall not seek personal or third-party benefits by using or disclosing insider or confidential information that has not yet been made public.
3. Directors, executives, and employees shall not use documents, information, or opportunities obtained through their positions in the Company for personal business or for the benefit of others, particularly in activities that compete or are related to the Company's business.

To ensure fairness to all stakeholders, directors and executives are required to report to the Company any personal interests or related persons' interests that may involve the management or operations of the Company or its subsidiaries (if any).

### **Leadership and Vision**

The Board of Directors has established a shared vision and mission to define the responsibilities of the management team, as well as goals, and continuously monitors the performance of the management team to create a competitive advantage and maximize benefits for the Company.

The Board of Directors has established policies and delegated, as well as monitored, the Company's operations to progress in accordance with the direction set by the Board. There is also an internal control system in place in accordance with strict regulatory standards.