

**Minutes of the 2026 Annual General Meeting of Shareholders of
Ramkhamhaeng Hospital Public Company Limited**

The meeting was held on Wednesday, April 30, 2026, at 13.00 hrs., at the meeting room on the 10th floor, Building 3, Ramkhamhaeng Hospital Public Company Limited, No. 436 Ramkhamhaeng Road, Hua Mak, Bangkok, Bangkok 10240.

The Company has set March 26, 2026, as the record date for determining the list of shareholders entitled to attend the 2026 Annual General Meeting of Shareholders. On that date, there were 4,074 shareholders, representing a total of 1,200,000,000 shares.

The directors, executives, auditors, and legal advisors present at the meeting as follows:

Directors attending the Meeting in person

1. Dr. Pitchaya Somburanasin, M.D. Chairman of the Board of Directors, Chairman of Executive Committee and Member of the Risk Management and Investment Committee
2. Dr. Rukkagee Kanjanapitak, PH.D. Director, Member of the Nomination and Remuneration Committee, Member of the Risk Management and Investment Committee, Member of Executive Committee and Group Chief Executive Officer
3. Mr. Talit Chuen-Im Director, Member of the Risk Management and Investment Committee, Member of Executive Committee and Executive Vice President, Northeastern Hospital Group
4. Dr. Suthee Leelasetakul, M.D. Director, Member of Executive Committee and Chief Executive Officer of Ramkhamhaeng Hospital
5. Dr. Siripong Luengvarinkul, M.D. Director, Member of Executive Committee and Chief Affiliate Hospital Group 2

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| 6. | Dr. Jernpol Bhumitrakul, DDS. | Director, Member of Executive Committee, Member of the Corporate Governance and Sustainability Committee, Group Chief Operating Officer and Chief Affiliate Hospital Group 1 |
| 7. | Miss Tassawan Sirivongs | Director |
| 8. | Mr. Benny Lim | Director, Member of the Nomination and Remuneration Committee and Member of the Risk Management and Investment Committee |
| 9. | Mr. Wai King Wong | Director |
| 10. | Dr. Wiroj Onganunkun, M.D. | Director |
| 11. | Dr. Somsri Pausawasdi, M.D. | Independent Director, Chairman of the Nomination and Remuneration Committee |
| 12. | Mr. Watcharalak Tunskul | Independent Director and Chairman of Audit Committee and Member of the Corporate Governance and Sustainability Committee |
| 13. | Mr. Sam Tanskul | Independent Director and Chairman of the Corporate Governance and Sustainability Committee, Member of Audit Committee and Member of the Nomination and Remuneration Committee |
| 14. | Miss Kittiyarat Jirojdamrongchai | Independent Director and Member of Audit Committee |
| 15. | Dr. Pinit Hirunyachote, M.D. | Independent Director and Member of the Nomination and Remuneration Committee |

All 15 directors of the Company attended the meeting, representing 100 percent of the total number of directors.

Executive attending the Meeting in person

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|----|--------------------------|---|
| 1. | Dr. Pramuk Unachak, M.D. | Member of Executive Committee and Executive Vice President, Northern Hospital Group |
| 2. | Mr. Pumipat Chatnoraset | Member of Executive Committee and Chief Financial Officer |

Auditor attending the Meeting in person

1. Miss Methavee Chanasongkram Dharmniti Auditing Co., Ltd.
2. Miss Uraivan Maksin Dharmniti Auditing Co., Ltd.

Legal Advisor attending the Meeting in person

1. Miss Thunchanok Ingsrisawang TTT & Partners Company Limited

The Company has invited the auditors and legal advisor to attend the meeting to answer questions raised by the shareholders and participants on various matters. In addition, they have been invited to act as witnesses in the vote counting process for this meeting.

OJ International Co., Ltd. has been appointed to oversee the shareholder registration process (Barcode system) and to inspect the vote counting procedures for this meeting.

Preliminary Proceeding before the Meeting

The Company collected, used, and disclosed the personal data of all meeting participants, including photographs and video recordings of the meeting, for the purpose of preparing the minutes of the meeting and managing the meeting proceedings. In this regard, requested consent to disclose the names and surnames of shareholders or proxies who raised questions during the meeting, as well as the names and surnames of directors, executives, auditors, and legal advisors attending the meeting and responding to shareholders' questions, in the minutes of the shareholders' meeting. The meeting procedures and voting guidelines as follows:

1. The meeting will consider matters in accordance with the agendas in the invitation letter. Information will be presented for each agenda, and shareholders will be given the opportunity to ask questions before voting. The voting results will be announced to the meeting once the vote counting for each agenda has been completed.
2. Voting Procedure

- 2.1 In casting votes, one (1) share shall have one (1) vote. Therefore, each shareholder shall have votes equal to the number of shares he/she hold or have been granted proxy authority for.
- 2.2 For this meeting, there are a total of 7 agenda for consideration. Agenda 1 and 3 through 8 require the majority vote of shareholders attending the meeting and casting their votes. Agenda 2 is for acknowledgment; therefore, no voting is required. Agenda 9 is for other matters; the Company will allow shareholders to ask questions or express opinions as appropriate.
- 2.3 In casting votes, the Company will collect ballot cards only from shareholders who vote “disapprove” or “abstain.” For each agenda, the meeting will be asked whether there are any votes of disapproval or abstention. If there are, shareholders or proxy holders are requested to submit their completed and signed ballot cards to the Company’s staff.
- 2.4 In vote-counting, the Company will deduct the number of votes marked as “disapprove” and “abstain” from the total number of votes of shareholders present or casting votes. The remaining votes will be considered as votes “Approve”
3. Questioning and Commenting Procedure
- 3.1 For each question, meeting participants are kindly requested to state their full name and indicate whether they are attending the meeting in person or as a proxy prior to asking their question, for the purpose of ensuring accurate and complete recording in the minutes of the meeting.
- 3.2 Before voting on each agenda, shareholders will be given the opportunity to ask questions or express opinions related to that agenda, as appropriate. The Company will provide responses to relevant questions during the discussion of the corresponding agenda. However, in the event of a large number of questions, the Company reserves the right to select questions as deemed appropriate. Some questions may be addressed at the end of the meeting or published on the Company’s website.
- 3.3 For shareholders who granted proxies to others to attend the meeting and selected the proxy form specifying their voting, the Company has already recorded their votes—whether in approve, disapprove, or abstained—according to their instructions in the registration system for use in the resolution of each agenda.

- 3.4 Once the voting is closed, the Company will process the results and announce the vote result to the meeting for each agenda.
4. The Company will publish the meeting minutes in both Thai and English on the Company's website, and will notify the publication of the meeting minutes through the Information Disclosure System of the Stock Exchange of Thailand within 14 days from the date of the meeting.

Meeting Quorum

Miss Chanyawat Watthanaphongsaphat, the Company Secretary, informed the meeting that the 2026 Annual General Meeting of Shareholders of Ramkhamhaeng Hospital Public Company Limited ("**the Company**" or "**RAM**"), there were 26 shareholders attending the meeting in person, representing 143,002,428 shares, and 43 proxies attending the meeting, representing 768,755,175 shares. In total, 69 shareholders and proxies attended the meeting, representing a total of 911,757,603 shares, equivalent to 75.9798 percent of the Company's total issued shares, thereby constituting a quorum in accordance with the Company's Articles of Association.

Commencement of the Meeting

Dr. Pitchaya Somburanasin, Chairman of the Board of Directors, served as the Chairman of the Meeting ("**the Chairman**"). He welcomed the shareholders and appointed Miss Chanyawat Watthanaphongsaphat, the Company Secretary, to serve as the Moderator of the Meeting ("**the Moderator**"). The Chairman then proposed that the meeting consider the matters in accordance with the agendas in the invitation to the shareholder meeting, as follows:

The Company had provided shareholders with the opportunity to propose agenda items for consideration at the meeting, as well as to nominate qualified persons in accordance with the relevant laws, together with their profiles, for election as directors of the Company, through the Company's website and by announcement via the Stock Exchange of Thailand's website during the period from 30 September 2025 to 31 December 2025. There was no shareholder proposed any agenda item or nominated any person for election as a director of the Company.

Agenda 1: To consider and certify the minutes of meeting of the Extraordinary General Meeting of Shareholders No. 1/2025 on June 10, 2025

The Chairman assigned the Moderator to propose that the meeting certify the minute of meeting of the Extraordinary General Meeting of Shareholders No. 1/2025 on June 10, 2025 as follows:

The Company held the Extraordinary General Meeting of Shareholders No. 1/2025 on June 10, 2025, in which the Company has published a copy of the said minutes of the meeting on the Company's website (<http://www.ram-hosp.co.th>) for shareholders to acknowledge and verify the correctness. The meeting minutes were sent to the Stock Exchange of Thailand and the Ministry of Commerce within the time frame specified by law.

The Board of Directors has considered that the minutes of the meeting have been recorded accurately and completely. Therefore, it is deemed appropriate to propose to the meeting to consider and certify the minutes of the meeting.

The Chairman gave shareholders the opportunity to ask questions regarding the minutes of meeting of the Extraordinary General Meeting of Shareholders No. 1/2025 on June 10, 2025. There are no questions were raised.

The Moderator proposed that the meeting consider and certify the minutes of meeting of the Extraordinary General Meeting of Shareholders No. 1/2025 on June 10, 2025. This agenda requires the majority vote of shareholders attending the meeting and casting their votes.

Resolution: The meeting resolved to certify the minutes of meeting of the Extraordinary General Meeting of Shareholders No. 1/2025 on June 10, 2025, with the following votes:

Shareholders entitled to vote	Number of votes (shares)	Percentage
Approved	911,815,503	100.0000
Disapproved	0	0.0000
Voided Ballot	0	0.0000
	911,815,503	100.0000
Abstained	0	-

Agenda 2: To acknowledge the report on the results of operations for the year 2025

The Chairman proposed that the meeting acknowledge the report on the Company’s results of operations for the year 2025, summarized in the Company’s 2025 Annual Report (Form 56-1 One Report), which had been delivered to shareholders in the form of a QR code together with the invitation of the meeting. The summary is as follows:"

Anti-Corruption Development

- Directors, executives, and employees shall neither engage in nor accept any form of corruption. The Company has established guidelines, as well as regular review and monitoring procedures, to ensure compliance.
- Disciplinary measures have been prescribed whereby any person engaging in corruption shall be subject to disciplinary action and may also be subject to legal penalties if such act constitutes a violation of the law.
- The policy has been communicated to all employees through the Company’s internal computer network system (Intranet) and has also been disclosed to external parties via the Company’s website. In addition, the policy is explained to all new employees during the orientation process.
- The Company has established whistleblowing and complaint channels, together with measures for investigation and examination upon detection of any conduct that may constitute corruption.

Significant Events in 2025 – Disclosures through the Stock Exchange of Thailand

Date	Event
10 June 2025	The Extraordinary General Meeting of Shareholders passed a resolution approving an additional investment in ordinary shares of Thonburi Healthcare Group Public Company Limited (THG) through a Private Placement of newly issued shares to the Company as the sole subscriber, totaling 430,500,000 shares with a par value of Baht 1.00 per share, at an offering price of Baht 8.65 per share, with a total transaction value of Baht 3,723,825,000.

Date	Event
26 September 2025	A resolution was passed approving the acquisition of an additional 2,848,000 shares in Chiangmai Ram Hospital Public Company Limited (CMH), representing 7.12% of the total issued and paid-up shares, from Chiangmai Ram Medical Business Public Company Limited.
27 November 2025	Ramkhamhaeng Hospital Public Company Limited (“the Company” or “RAM”) announced a change in the shareholding structure of the Company’s shareholders. The transaction was conducted in full compliance with the relevant regulatory rules and requirements.
4 August 2025	Commenced the consolidation of financial statements including Thonburi Healthcare Group Public Company Limited (THG).
3 December 2025	Commenced the consolidation of financial statements including Chiangmai Ram Hospital Public Company Limited (CMH).

- Radiation Therapy Center – Ramkhamhaeng Hospital 2
 - On 18 June 2025, the Cancer Center of Ramkhamhaeng Hospital 2 received official accreditation from AACI America under the Clinical Excellence in Oncology Services standards, becoming the first cancer center in the Asia-Pacific region to receive this prestigious recognition.
 - On 27 June 2025, the Cancer Center of Ramkhamhaeng Hospital 2 launched LINAC 4D technology, supported by a team of medical professionals with specialized expertise in radiation therapy and oncology, in order to provide patients with the highest standard of care.
- Corporate Rebranding – On 16 October 2025, Ramkhamhaeng Hospital held a press conference to announce its corporate rebranding initiative in response to the evolving needs of the younger generation, who place increasing importance on holistic healthcare. The Hospital emphasized its commitment to providing comprehensive healthcare services covering all aspects of life, moving beyond being

merely a medical treatment facility to becoming an integral part of overall health and well-being. The Hospital also aims to establish a comprehensive Healthcare Ecosystem under the slogan: “The Complete Expert, for your Desired Health.”

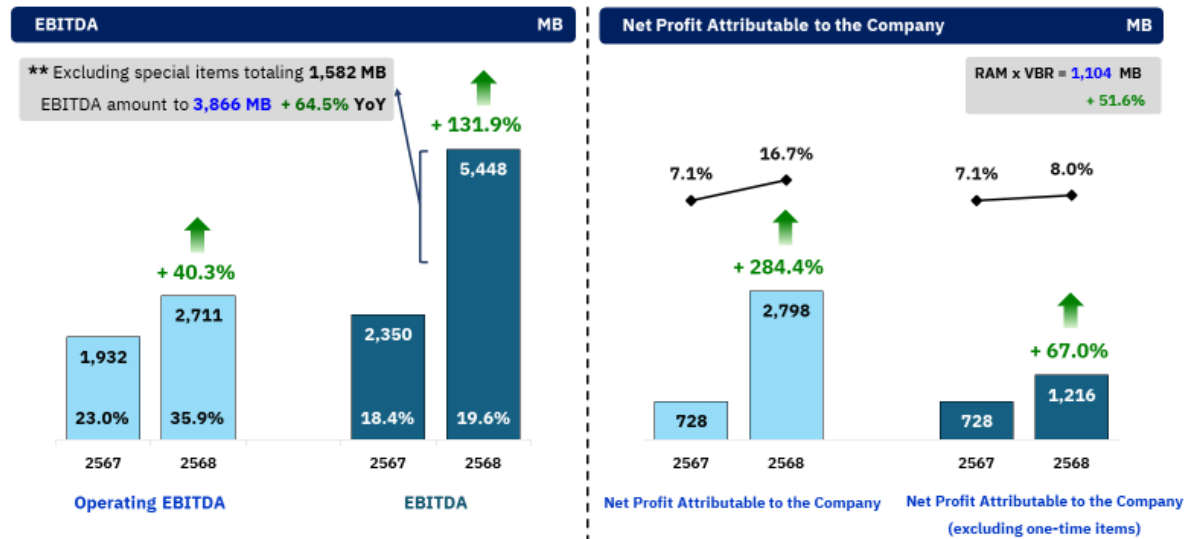
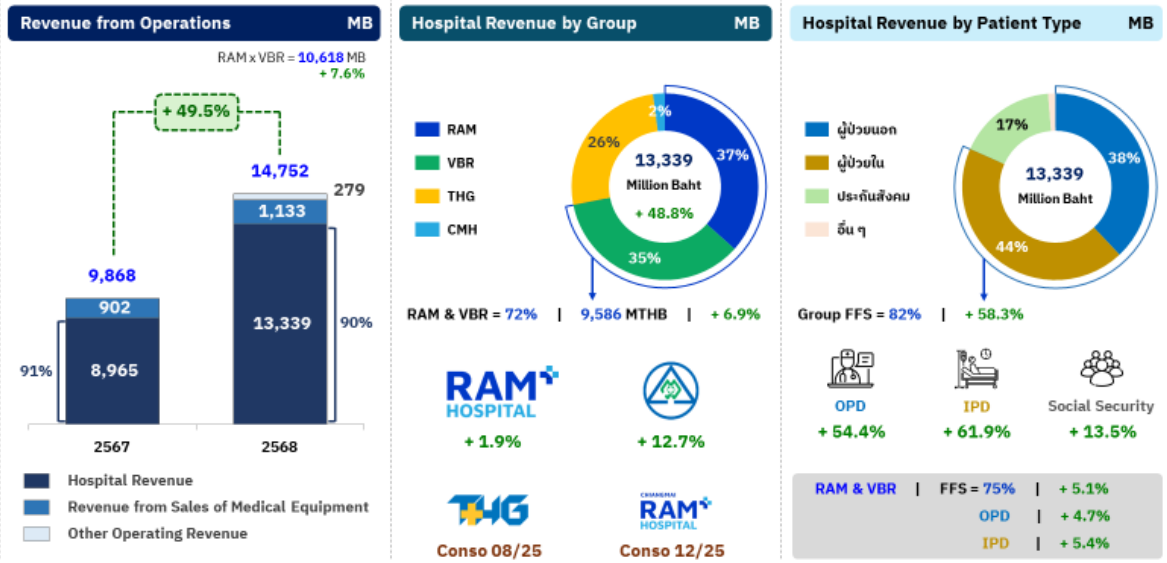
- AIA HOSPITAL AWARDS 2025 – Dr. Jernpol Bhumitrakul, DDS., Director and Member of Group Executive Committee, together with Mr. Thibault Spithakis, Executive Committee and Chief Marketing Officer of Ramkhamhaeng Hospital, represented the Hospital in receiving the prestigious “Excellence in Claim Coordination” award at the 2025 Outstanding Network Hospital Awards ceremony.

This award was presented to network hospitals demonstrating excellence in service quality, efficient and seamless health insurance claim management, and the delivery of the best possible experience to AIA customers. The award reflected the Hospital’s longstanding commitment to providing outstanding care and services to insured patients. The award ceremony was held on Friday, 27 March 2026, at the Ritz-Carlton Ballroom, 4th Floor, The Ritz-Carlton Ballroom.

Hospital Network



Management Discussion and Analysis



Strategic Progress in 2025: RAM 2.0

Achievements in 2025

The Company made additional investments in Thonburi Healthcare Group Public Company Limited (THG) and Chiangmai Ram Hospital Public Company Limited (CMH) to strengthen its competitive capabilities and expand market share over the long term.

In 2025, the Company transitioned toward a stronger group structure by converting key associated companies into subsidiaries, thereby enhancing synergies and creating greater collaborative benefits within Thailand's private hospital industry.

- Business Integration:** Transitioned THG and CMH from associated companies to subsidiaries
- Operational Efficiency:** Enhanced network integration and resource sharing across the group
- Market Strength:** Expanded high-value medical services

Operational Plan for 2025

New Vision

"Aiming to be Thailand's leading health network, delivering international medical standards accessible to everyone, growing sustainably alongside Thai society"

- Group Restructuring:** Restructuring into four core groups to enhance overall operational efficiency and corporate governance.
- Centralized Management:** Driving efficiency through shared support functions, reducing duplicated costs, and implementing centralized operational planning.
- Financial Readiness:** Preparing for a corporate credit rating and expansion into the debt capital market to support liquidity and future investments.

Management's Operating Performance Forecast



Provision of Advanced Medical Technology Services

รักษาหลอดเลือดหัวใจตีบตันและซับซ้อน

‘โดยไม่ต้องผ่าตัด’ Complex PCI

1512 RAM+

จี้ไฟฟ้าหัวใจ ด้วยบอลลูนเย็น 3 มิติ

รักษา “หัวใจเต้นผิดจังหวะ”

CRYDABLATION

1512 RAM+

ปวดหลังร้าวลงขา รักษาด้วย

ผ่าตัดแผลเล็ก

ผ่าตัดส่องกล้องส่องผ่านข้อ!

1512 RAM+



The Chairman gave shareholders the opportunity to ask questions regarding the report on the results of operations for the year 2025. There are no questions were raised.

The Secretary informed the meeting that this agenda is for acknowledgment; therefore, no voting is required.

Resolution: The meeting acknowledged the report on the results of operations for the year 2025.

Agenda 3: To consider and approve the Financial Statements for the year ended 31 December 2025 which have been audited by an authorized auditor

The Chairman assigned Mr. Pumipat Chatnoraset, Chief Financial Officer, to propose that the meeting consider and approve the Financial Statements for the year ended 31 December 2025 which have been audited by an authorized auditor as follows:

In accordance with the Public Limited Companies Act B.E. 2535, as amended which prescribes that the Company has prepared the financial statements at the end of the Company's fiscal year which has been certified by the auditor prior to propose the shareholders' meeting for consideration and approval. The details are shown in the Company's 56-1 One report for the year 2025

The Audit Committee has considered and reviewed the Financial Statements as of December 31, 2025, which were audited and certified by the Company's certified auditor and deems it appropriate to propose the Board of Directors to propose the shareholders' meeting for consideration and approval.

the Board of Directors has deemed it appropriate to propose to the 2026 AGM to consider and approve the Financial Statements for the year ended 31 December 2025, which have been audited by the certified auditor and reviewed by the Audit Committee as accurate. Additionally, the company's board of directors has also approved the financial statements, which are summarized as follows:

(Unit: Baht)

Items	Consolidated Financial Statements	
	As of December 31, 2025	As of December 31, 2024
Total Assets	63,748,083,467	41,290,455,867
Total Liabilities	23,957,727,023	14,350,350,270
Total shareholders' equity	39,790,356,444	26,940,105,597
Total revenues	15,157,704,469	10,228,686,552
Profit from operating activities	1,629,974,875	1,255,713,468
Profit for the year	3,047,559,765	692,748,280
Earnings per share (baht/share)	2.33	0.61

The Chairman gave shareholders the opportunity to ask questions regarding the Financial Statements for the year ended 31 December 2025 which have been audited by an authorized auditor. There are additional comments or inquiries, which can be summarized as follows:

1. Mr. Pichai Phutthisorn (Shareholder)

■ **Increase in total liabilities compared to the previous year**

Mr. Pumipat Chatnoraset clarified that the increase in total liabilities was mainly attributable to the consolidation of the financial statements of Thonburi Healthcare Group Public Company Limited and Chiangmai Ram Public Company Limited, resulting in the liabilities of both companies being included in the Group's consolidated financial statements. Such liabilities primarily consist of borrowings from financial institutions and debentures. In addition, part of the increase in other liabilities was related to employee benefit obligations in accordance with accounting standards.

The Moderator proposed that the meeting consider and approve the Financial Statements for the year ended 31 December 2025 which have been audited by an authorized auditor. This agenda requires the majority vote of shareholders attending the meeting and casting their votes.

Resolution: The meeting resolved to approve the Financial Statements for the year ended 31 December 2025 which have been audited by an authorized auditor, with the following votes:

Shareholders entitled to vote	Number of votes (shares)	Percentage
Approved	965,042,903	100.0000
Disapproved	0	0.0000
Voided Ballot	0	0.0000
	965,042,903	100.0000
Abstained	0	-

Agenda 4: To consider and approve the dividend payment for the year 2025

The Chairman assigned Mr. Pumipat Chatnoraset, Chief Financial Officer, to propose that the meeting consider and approve the dividend payment for the year 2025 as follows:

In accordance with the Public Limited Companies Act B.E. 2535, as amended which prescribes that the Company is required to allocate a portion of annual net profit as a reserve fund in the amount not less than 5 percent of the annual net profit less the accumulated loss thought forward (if any) until the reserved fund attains the amount not less than 10 percent of the Company’s registered capital. The company has fully allocated the legal reserve as required by law, and therefore, there is no need to allocate additional reserves.

The Company would like to propose that the shareholders’ meeting consider the approval of a dividend payment for the year 2025 at the rate of Baht 0.10 per share, totaling Baht 120,000,000, or equivalent to 9.17% of the Company’s net profit from its separate financial statements

Although the Company has a policy to pay dividends at a rate of not less than 20% of the Company’s net profit from its separate financial statements (it is not in accordance with such policy), the determination of the dividend for this year has been made with careful consideration of the Company’s future investment plans, the need to maintain an appropriate level of financial liquidity, as well as the management of risks arising from uncertainties in economic and industry conditions, including compliance with financial

covenants under agreements with financial institutions, in order to ensure the Company’s sustainable long-term growth.

The Board of Directors has considered it is appropriate to propose to the shareholders’ meeting to consider and approve the dividend payment for the year 2025, at the rate of 0.10 Baht per share, totaling Baht 120,000,000. The details of the dividend payment compared with the previous year are summarized as follows:

	2025	2024
Earnings per share (baht/share) from the separate financial statements	1.09	0.98
Dividends per share (baht/share) from the separate financial statements	0.10	0.40
Dividends Payout Ratio (%)	9.17	40.81

The record date for determining the shareholders entitled to receive the dividend will be March 26, 2026. The dividend payment is scheduled to be made on May 29, 2026, subject to approval by the 2026 Annual General Meeting of Shareholders.

The Chairman gave shareholders the opportunity to ask questions regarding the omission of the dividend payment for the year 2025. There are additional comments or inquiries, which can be summarized as follows:

1. Ms. Thitinan Phocharatsangkul (Shareholder)

■ **Difference in dividend payment amounts for 2024 and 2025**

Mr. Pumipat Chatnoraset clarified that, for 2025, the Company considered the dividend payment with due regard to maintaining an appropriate level of financial liquidity, as well as managing risks arising from uncertainties in the economic conditions and healthcare industry, including compliance with financial covenants under agreements with financial institutions, in order to ensure the Company’s sustainable business operations and long-term growth.

Accordingly, the Company proposed a dividend payment at a rate lower than that of the previous year and below the Company’s dividend payment policy. The Company is currently in the process of restructuring its financial position.

Upon completion of such restructuring, and if sufficient cash flow is available, the Company may consider an additional interim dividend payment in the future.

■ **Meaning of goodwill and calculation methodology**

Mr. Pumipat Chatnoraset clarified that goodwill is an accounting item arising from a business combination and represents the excess of the acquisition price over the fair value of the net identifiable assets acquired.

In 2025, the Company completed business combinations with Thonburi Healthcare Group Public Company Limited and Chiangmai Ram Public Company Limited, resulting in a difference between the purchase consideration and the fair value of the net assets acquired. Such difference was recognized as “goodwill” in the Company’s consolidated financial statements.

The Moderator proposed that the meeting consider and approve the dividend payment for the year 2025. This agenda requires the majority vote of shareholders attending the meeting and casting their votes.

Resolution: The meeting resolved to and approve the dividend payment for the year 2025, with the following votes:

Shareholders entitled to vote	Number of votes (shares)	Percentage
Approved	964,787,503	100.0000
Disapproved	0	0.0000
Voided Ballot	0	0.0000
	964,787,503	100.0000
Abstained	285,800	-

Agenda 5: To consider and approve the election of directors who retired by rotation

The Chairman assigned the Moderator to propose that the meeting consider and approve the election of directors who retired by rotation as follows:

According to the law and the Company’s articles of association stipulate that one-third (1/3) of the total number of directors shall be retired at every annual general meeting of shareholders. If the number of directors cannot be divided precisely into three parts, the number of retired directors shall be as close to one-third as possible. The Company currently has 15 directors; in 2026, there will be 5 directors retired by rotation, as follows:

Director	Position
1. Dr. Rukkagee Kanjanapitak, PH.D.	<ul style="list-style-type: none"> ▪ Director ▪ Member of Nomination and Remuneration Committee ▪ Member of Risk Management and Investment Committee and ▪ Member of Executive Committee
2. Dr. Suthee Leelasetakul, M.D.	<ul style="list-style-type: none"> ▪ Director and ▪ Member of Executive Committee
3. Dr. Wiroj Onganunkun, M.D.	<ul style="list-style-type: none"> ▪ Director
4. Mr. Wacharalak Tunskul	<ul style="list-style-type: none"> ▪ Independent Director ▪ Chairman of Audit Committee and ▪ Member of Corporate Governance and Sustainability Committee
5. Miss Kittiyarat Jirojdamrongchai	<ul style="list-style-type: none"> ▪ Independent Director and ▪ Member of Audit Committee

The Nomination and Remuneration Committee “NRC” (excluding the interested directors) has conducted the careful and diligent nomination process of qualified individuals, considering the qualifications required by law, the company's Articles of Association, and relevant requirements. Additionally, the process will consider the knowledge, capabilities, expertise, and experience suitable for the company’s business, as well as the overall diversity of the board's qualifications. The NRC is of the opinion that the directors who retired by rotation as listed above, possess full qualifications required under the company's nomination criteria and process. This is in accordance with the Public Limited Companies Act and the relevant regulations issued by the Capital Market Supervisory Board,

It is deemed appropriate for the meeting of the Board of Directors to consider proposing to the Annual General Meeting of Shareholders for the election of the company's directors as follows.

The Board of Directors excluding the interested directors, has carefully considered and approved recommendation of the Nomination and Remuneration Committee. Therefore, it is deemed appropriate to propose to the 2026 AGM to consider and approve the re-election of five (5) directors who retired by rotation, these directors are: 1) Dr. Rukkagee Kanjanapitak 2) Dr. Suthee Leelasetakul 3) Dr. Wiroj Onganunkun 4) Mr. Wacharalak Tunskul and 5) Miss Kittiyarat Jirojdamrongchai, to continue serving as directors and members of subcommittees for another term

In this regard, the Board of Directors, excluding interested directors, has considered and concurred with the Nomination and Remuneration Committee on the independence of the independent directors, namely: (1) Mr. Wacharalak Tunskul and (2) Miss Kittiyarat Jirojdamrongchai. Both individuals possess qualifications in accordance with the relevant regulations and the Company's criteria for independent directors, and are able to express their opinions independently. Notwithstanding that Miss Kittiyarat Jirojdamrongchai has served as an independent director for more than 9 years, the Board of Directors is of the opinion that she continues to perform her duties independently, consistently provides valuable recommendations, and carries out her responsibilities in strict adherence to the principles of good corporate governance.

Information of individuals nominated as the directors who retired by rotation has been provided to the shareholders together with the invitation appearing in Enclosure 5

The Chairman gave shareholders the opportunity to ask questions regarding the election of directors who retired by rotation. There are no questions were raised.

The Moderator proposed that the meeting consider and approve the election of directors who retired by rotation. This agenda requires the majority vote of shareholders attending the meeting and casting their votes.

5.1 Dr. Rukkagee Kanjanapitak, PH.D. Director, Member of Nomination and Remuneration Committee, Member of Risk Management and

Investment Committee, and Member of Executive
 Committee

Resolution: The meeting approved the reappointment of Dr. Rukkagee Kanjanapitak, PH.D. as a director for another term, with the following vote results:

Shareholders entitled to vote	Number of votes (shares)	Percentage
Approved	965,073,203	100.0000
Disapproved	0	0.0000
Voided Ballot	0	0.0000
	965,073,203	100.0000
Abstained	100	-

5.2 Dr. Suthee Leelasetakul, M.D. Director and Member of Executive Committee

Resolution: The meeting approved the reappointment of Dr. Suthee Leelasetakul, M.D. as a director for another term, with the following vote results:

Shareholders entitled to vote	Number of votes (shares)	Percentage
Approved	965,073,203	100.0000
Disapproved	0	0.0000
Voided Ballot	0	0.0000
	965,073,203	100.0000
Abstained	100	-

5.3 Dr. Wiroj Onganunkun, M.D. Director

Resolution: The meeting approved the reappointment of Dr. Wiroj Onganunkun, M.D. as a director for another term, with the following vote results:

Shareholders entitled to vote	Number of votes (shares)	Percentage
Approved	965,073,203	100.0000
Disapproved	0	0.0000
Voided Ballot	0	0.0000
	965,073,203	100.0000
Abstained	100	-

5.4 Mr. Wacharalak Tunskul Independent Director, Chairman of Audit Committee, and Member of the Corporate Governance and Sustainability Committee

Resolution: The meeting approved the reappointment of Mr. Wacharalak Tunskul as an independent director for another term, with the following vote results:

Shareholders entitled to vote	Number of votes (shares)	Percentage
Approved	965,073,203	100.0000
Disapproved	0	0.0000
Voided Ballot	0	0.0000
	965,073,203	100.0000
Abstained	100	-

5.5 Miss Kittiyarat Jirojdamrongchai Independent Director, and Member of Audit Committee

Resolution: The meeting approved the reappointment of Miss Kittiyarat Jirojdamrongchai as an independent director for another term, with the following vote results:

Shareholders entitled to vote	Number of votes (shares)	Percentage
Approved	965,063,203	99.9990
Disapproved	10,000	0.0010
Voided Ballot	0	0.0000
	965,073,203	100.0000
Abstained	100	-

Agenda 6: To consider and approve the directors' remuneration for the year 2026

The Chairman assigned the Moderator to propose that the meeting consider and approve the directors' remuneration for the year 2026 as follows:

According to the law and the Company's articles of association stipulate that directors are entitled to receive remuneration in the form of salary, meeting allowances, allowances, and bonuses, based on the company's performance, responsibilities, and the performance of the board of directors. Therefore, it is deemed appropriate to propose to the shareholders' meeting for

approval of the directors' remuneration for the year 2026, which has been decreased from the previous year, as follows:

Monetary Remuneration

1. Monthly Remuneration: Paid to the Company's directors (with a proposed change in the payment structure from an aggregate annual payment of 52,000,000 baht for all member of the Board of Directors to monthly payments with amounts specified according to each director's position), as well as to one sub-committee, namely the Group Executive Committee.

2. Meeting Allowance: Paid to the Company's directors and to members of 4 sub-committees: 1. Audit Committee 2. Nomination and Remuneration Committee 3. Risk Management and Investment Committee and 4. Corporate Governance and Sustainability Committee. Such fees are payable to those who attend meetings in accordance with the prescribed rates. The Group Executive Committee will not receive meeting attendance fees.

2025			2026 (Propose)		
Committee / Position	Yearly Remuneration	Meeting Allowance	Committee / Position	Monthly Remuneration	Meeting Allowance
	(Baht/Year)	(Baht/Time)		(Baht/Month)	(Baht/Time)
Board of Directors			Board of Directors		
Chairman and Director (Executive, Non-Executive and Independent Director)	52,000,000	-	Chairman	40,000	-
			Director (Executive, Non-Executive)	30,000	-
			Independent Director	15,000	15,000
Audit Committee			Audit Committee		
Chairman and Director	-	-	Chairman	-	15,000
			Director	-	12,000
Nomination and Remuneration Committee			Nomination and Remuneration Committee		
Chairman and Director	-	-	Chairman	-	15,000
			Director	-	12,000
Corporate Governance and Sustainability Committee			Corporate Governance and Sustainability Committee		
Chairman and Director	-	-	Chairman	-	15,000
			Director	-	12,000

2025			2026 (Propose)		
Committee / Position	Yearly Remuneration	Meeting Allowance	Committee / Position	Monthly Remuneration	Meeting Allowance
	(Baht/Year)	(Baht/Time)		(Baht/Month)	(Baht/Time)
Risk Management and Investment Committee			Risk Management and Investment Committee		
Chairman and Director	-	-	Chairman	-	15,000
			Director	-	12,000
Group Executive Committee			Group Executive Committee		
Chairman and Director	-	-	Chairman and Director	70,000	-

3. Other remunerations: In the form of awards, gratuities, bonuses, or other compensation payable in the year 2026, in an amount not exceeding THB 40,000,000 with the Chairman of the Board authorized to determine the criteria and approve the allocation.

Non-Monetary Remuneration

- None -

The Board of Directors has jointly considered the recommendation of the Nomination and Remuneration Committee, which conducted a survey of directors' and subcommittee members' remuneration for the year 2026, taking into account the Company's performance, as well as the responsibilities and performance of the Board of Directors. Accordingly, the Board deems it appropriate to propose that the shareholders' meeting approve the directors' remuneration for the year 2026, comprising (1) monthly remuneration, (2) meeting allowances, and (3) other remunerations, with no non-monetary benefits.

The Chairman gave shareholders the opportunity to ask questions regarding the directors' remuneration for the year 2026. There are additional comments or inquiries, which can be summarized as follows:

1. Mr. Pichai Phutthisorn (Shareholder)
 - Directors' remuneration in proportion to annual dividend payment

Mr. Pumipat Chatnoraset clarified that, for 2025, the Company has proposed total directors' remuneration for the entire Board in the amount of Baht 52,000,000, and a dividend payment at the rate of Baht 0.10 per share, equivalent to a total of Baht 120,000,000. The ratio of directors' remuneration to dividend payment is approximately 1: 2.3.

In determining such remuneration and dividend payment, the Company has taken into consideration the need to maintain an appropriate level of financial liquidity, as well as to manage risks arising from uncertainties in the economic conditions and the industry, including compliance with financial covenants under agreements with financial institutions, in order to support the Company's business operations and sustainable long-term growth.

Accordingly, the Company has proposed a dividend payment at a rate lower than that of the previous year and below the Company's dividend policy. The Company is currently in the process of financial restructuring. Upon completion of such restructuring, and if sufficient cash flow is available, the Company may consider an additional interim dividend payment in the future.

Dr. Rukkagee Kanjanapitak clarified that in the current year the Company has made substantial investments in various projects, which are expected to begin generating returns in the following year. Upon completion of the Company's financial restructuring, the Company will be able to reconsider dividend payments in line with its policy or potentially at a rate higher than the policy. Based on historical data, in 2024 the Company's dividend payout ratio was 40.81% of net profit, which was higher than the Company's stipulated dividend payment policy.

- **Suggestion for the Company to review its dividend policy, which stipulates a minimum payout of not less than 20% of the Company's standalone net profit, in comparison with other companies in the industry**

The Company would like to express its appreciation for the valuable suggestion and will take such recommendation into consideration as a guideline for its future operations.

The Moderator proposed that the meeting consider and approve the directors' remuneration for the year 2026. This agenda requires the majority vote of shareholders attending the meeting and casting their votes.

Resolution: The meeting resolved to approve the directors' remuneration for the year 2026, with the following votes:

Shareholders entitled to vote	Number of votes (shares)	Percentage
Approved	965,073,203	100.0000
Disapproved	0	0.0000
Voided Ballot	0	0.0000
	965,073,203	100.0000
Abstained	100	-

Agenda 7: To ratify the audit fee for 2025

The Chairman assigned Mr. Pumipat Chatnoraset, Chief Financial Officer, to propose that the meeting ratify the audit fee for 2025 as follows:

As approved by the 2025 Annual General Meeting of Shareholders, the audit fee for the year 2025 was set at Baht 1,935,000. However, the actual expenses incurred amounted to Baht 2,185,000. This increase was due to an expansion of the audit scope following the consolidation of Thonburi Healthcare Group Public Company Limited (THG) from August 1, 2025, and Chiangmai Ram Hospital Co., Ltd. (CMH) from December 1, 2025, resulting in the audit fee exceeding the initially approved amount.

The Audit Committee has considered and is of the opinion that the increase in the audit fee for the year 2025 is appropriate and commensurate with the expanded scope and volume of audit work, resulting from the additional consolidation of subsidiaries. This has led to greater complexity in the audit process and requires increased specialized expertise.

The Board of Directors has considered and concurred with the recommendation of the Audit Committee that the increase in the audit fee for the year 2025 is appropriate and reasonable, in line with the expanded scope of audit work resulting from the additional consolidation of subsidiaries.

The Board is of the view that such remuneration is appropriate in view of the nature, size, and increasing complexity of the Company’s business. It is also necessary to ensure that the audit is conducted in full compliance with the relevant standards. Accordingly, the Board deems it appropriate to propose that the 2026 Annual General Meeting of Shareholders consider and ratify the audit fee for the year 2025.

The Chairman gave shareholders the opportunity to ask questions regarding ratification of audit fee for 2025. There are no questions were raised.

The Moderator proposed that the meeting ratify the audit fee for 2025. This agenda requires the majority vote of shareholders attending the meeting and casting their votes.

Resolution: The meeting resolved to ratify the audit fee for 2025, with the following votes:

Shareholders entitled to vote	Number of votes (shares)	Percentage
Approved	965,073,203	100.0000
Disapproved	0	0.0000
Voided Ballot	0	0.0000
	965,073,203	100.0000
Abstained	100	-

Agenda 8: To consider and approve the appointment of auditor and the audit fee for the year 2026

The Chairman assigned Mr. Pumipat Chatnoraset, Chief Financial Officer, to propose that the meeting consider and approve the appointment of auditor and the audit fee for the year 2026 as follows:

In accordance with the Public Limited Companies Act B.E. 2535, as amended which prescribes that at annual general meeting of shareholders shall appoint the auditor and determine the audit fee every year.

The Audit Committee has considered that auditors from Dharmniti Auditing Company Limited have all the qualifications as specified by the Securities and Exchange Commission (hereinafter referred to as “SEC”) and perform their duties appropriately, as well as such audit company is reliable and is widely accepted and audit fee appropriate for the amount of work. Therefore, it is appropriate to propose appointing the auditors from the Dharmniti Auditing Company Limited for the Company, subsidiaries and associated companies of the Company for 2026.

The Board of Directors has considered and approved recommendation of the Audit Committee. Therefore, it is deemed appropriate to propose to the 2026 AGM to consider and approve the appointment of auditor and the audit fee for the year 2026, as follows:

1) To appoint Dharmniti Auditing Company Limited as the company's auditor, subsidiaries and associated companies of the Company for 2026, with one of their auditors to conduct the audit and certify the company's financial statements for the year 2026, or another auditor approved by the Securities and Exchange Commission (SEC). The company designates the following auditors to be responsible for the company's financial statements:

Name-Surname	Certified Public Accountant No.	Number of years as the Company’s auditor
1. Miss Methavee Chanasongkram	12784	2023 - 2025
2. Miss Naralee Karnsonth	14205	-
3. Mr. Vorakorn Sangpo	14409	-
4. Miss Arisa Chumwisut	9393	-

The aforementioned audit company and 4 auditors have no relationship or conflict of interest with the Company, directors, executives or major shareholders of the Company or those related to the people mentioned above.

2) To approve the audit fee for 2026 in the amount of 2,135,000 baht (divided into the audit fee for 3 quarters equal to 975,000 baht and the annual equal to 1,160,000 baht).

(Unit: Baht)

Audit Fee	2024	2025	2026 (Proposed)
1) Audit fee for the Annual Consolidated the Separate Financial Statements	1,000,000	1,035,000	1,160,000
2) Audit fee for 3 quarters	900,000	900,000	975,000
3) Non-audit fee	None	None	None
Total	1,900,000	1,935,000	2,135,000

Note: Excluding out-of-pocket expenses incurred in the course of the audit, which will be charged on an actual basis, not exceeding 10% of the annual audit fee.

Most of the subsidiaries are audited by the same auditor, Dharmniti Auditing Co., Ltd. In cases where certain subsidiaries are audited by other auditors, the Board of Directors will ensure that their financial statements can be prepared and completed within the prescribed timeframe.

3) To consider and approve the allocation of a reserve amount for additional review/related services (if any) of not exceeding 10% of the auditors' remuneration approved by the Shareholders' Meeting for the year 2026, and to authorize the Board of Directors to approve the utilization of such amount as necessary and appropriate.

The Chairman gave shareholders the opportunity to ask questions regarding the appointment of auditor and the audit fee for the year 2026. There are no questions were raised.

The Moderator proposed that the meeting consider and approve the appointment of auditor and the audit fee for the year 2026. This agenda requires the majority vote of shareholders attending the meeting and casting their votes.

Resolution: The meeting resolved to approve the appointment of auditor and the audit fee for the year 2026, with the following votes:

Shareholders entitled to vote	Number of votes (shares)	Percentage
Approved	965,073,203	100.0000
Disapproved	0	0.0000
Voided Ballot	0	0.0000
	965,073,203	100.0000
Abstained	100	-

Agenda 9 Other Matters (if any)

There are no shareholders proposed any additional agenda, the Chairman gave shareholders the opportunity to ask further questions. There are no questions were raised.

The Chairman then thanked the shareholders for attending the meeting and adjourned the meeting.

The meeting was adjourned at 14.30 hrs.

_____ - Signature - _____ Chairman of the meeting
 (Dr. Pitchaya Somburanasin, M.D.)

_____ - Signature - _____ Company Secretary
 (Miss Chanyawat Watthanaphongsaphat)