



กลุ่มโรงพยาบาลจุฬารัตน์
CHULARAT HOSPITAL GROUP

Notice of the 2021 Annual General Meeting of Shareholders

**Friday 23 April 2021
at 13:00 p.m.**

at Chularat 3 International Hospital,
7th Floor, No 88/8-9 Moo 11, Theparak Road Km.14.5, Bangpla, Bangplee, Samutprakarn.

The registration will be started at 12:00 p.m.

And register barcode document has to be shown
to officer at the meeting date.

Subject: Notice of the 2021 Annual General Meeting of Shareholders

To: Shareholders

- Attachments:
1. Copy of the minutes of the 2020 Annual General Meeting of Shareholders
 2. Annual report of the 2020 comprising copy of the audited and consolidated financial statements for the year ended 31 December 2020 (in QR Code)
 3. Profiles of the candidates who have been nominated to replace the directors retiring by rotation
 4. Definition of Independent Director of the Company
 5. Documents or evidence showing the identity of the shareholder or proxy of the shareholder entitled to attend the meeting
 6. The Company's Articles of Association concerning shareholders meetings and voting procedures
 7. Proxy form
 8. Profiles of the independent directors proposed as proxies by the Company
 9. Map of the place of the meeting

NOTICE is hereby given that Chularat Hospital Public Company Limited (the **Company**) is holding the 2021 Annual General Meeting of Shareholders (the **Meeting**) on Friday 23 April 2021 at 13.00 p.m. at Chularat 3 International Hospital, 7th Floor, 88/8-9 Moo 11, Theparak Road Km.14.5, Bangpla, Bangplee, Samutprakarn. The agenda of the Meeting will be as follows:

1. To certify the minutes of the 2020 Annual General Meeting of Shareholders

Facts and reasons: The 2020 Annual General Meeting of Shareholders was held on 17 July 2020 (**2020 AGM**). The minutes was accurately recorded. A copy of the Minutes is attached as Attachment 1. The company has delivered a copy of the minutes to the Stock Exchange of Thailand and the Ministry of Commerce within the period prescribed by law and regulations and is distributed through the company's website (www.chularat.com) for disclosing to the shareholders and general investors. So far, no one requests for any modification of such minutes.

Board's opinion: The Board recommends that the minutes of the 2020 Annual General Meeting of Shareholders (as detailed in Attachment 1) held on 17 July 2020, in which the Board view that such minutes has been collectly recorded in accordance with the resolutions of the 2020 AGM, be proposed to the shareholders' meeting for further clarification.

2. To acknowledge the Company's operating results in respect of Year 2020

Facts and rationale: For the Company's operating results in respect of the financial year ended as at 31 December 2020, Detailed information of the Company's operating results is provided in the Annual Report attached hereto

	Consolidated financial statements	Separate financial statements
Total current assets	1,763,209,462.00	999,775,909.00
Total assets	6,200,786,743.00	4,770,328,151.00
Total current liabilities	1,429,252,614.00	893,677,951.00
Total liabilities	2,007,605,377.00	961,609,091.00
Total revenues	5,461,703,558.00	2,994,876,195.00
Profit for the year	876,616,460.00	961,255,869.00

(see details in Attachment 2).

Board's opinion: The Board recommends that the Company's operating results, as detailed in Attachment 2, be proposed to the shareholders' meeting for further acknowledgement.

3. To consider and approve the audited and consolidated financial statements in respect of the financial year ended as at 31 December 2020

Facts and rationale: The Board has had the Company's audited financial statements in respect of the financial year ended as at 31 December 2020 prepared in order to be submitted to the annual general meeting of shareholders for its consideration and approval in accordance with section 112 of the Public Limited Companies Act B.E. 2535 (1992) (see details in Attachment 2).

Board's opinion: The Board recommends that the Company's audited and consolidated financial statements in respect of the financial year ended as at 31 December 2020, as detailed in the Annual Report (Attachment 2), be proposed to the shareholders' meeting for further consideration and approval.

4. To acknowledge the interim dividend payment.

Facts and rationale: In accordance with section 115 of the Public Company Act and Articles 49 of the Articles of Association of the Company, the Board may pay interim dividends if it considers that the Company has sufficient profit reasonably to make such dividend payments. In that case, the Board must inform shareholders at the next shareholders meeting.

During 2020 the Board of Directors' Meeting :

1. No. 5/2020, held on 13 August 2020, resolved to approve the payment of interim dividends to shareholders at the rate of Baht 0.020 per share, totalling Baht 220,000,000. The interim dividends were accordingly paid to shareholders on 11 September 2020.

Board's opinion: The Board recommends that the payment of such interim dividend as mentioned above, be proposed to the shareholders' meeting for further acknowledgement.

5.

5. To consider and approve the dividend payment of the operating results ended as at 31 December 2020

Facts and rationale: Under section 115 of the Public Company Act, B.E. 2535 (1992), the Company must pay dividends from its profit only and section 116 provides that the Company must set aside at least 5 per cent of its net annual profit as statutory reserve until the reserve reaches 10 per cent of the Company's registered capital.

The Company has a policy to pay dividends at a minimum rate of 50 per cent of its net profit recorded in the consolidated financial statements after deducting legal reserve and other reserves. However, the dividend policy may vary as it thinks fit, depending on its operating results, business expansion plan, financial liquidity and other requirements which may arise in the future.

According to the Company's operating results for the financial year ended as at 31 December 2020, the income and 2020 annual net profit were Baht 5,461,703,558 and Baht 876,616,460 respectively.

Board's opinion: The Board proposes that the payment of dividend at the rate of Baht 0.030 per share, totaling Baht 330,000,000, to the Company's shareholders whose names are in the share register book on 7 May 2021, which is fixed as the record date to determine the shareholders who are entitled to the dividend payment be proposed to the shareholders' meeting for further consideration and approval. Such dividend will be paid to the shareholders on or before 21 May 2021.

The dividend payout rate compared with net profit after corporate income tax and appropriation of profit as legal reserve in each year equals 63 percent, which is consistent with the Company's dividend payment policy.

Table of comparison of the dividends in relation to the operating results of 2019 to 2021

Details of dividend payment	2019	2020	2021 (as proposed)
1. Annual net profit (Baht)	633.88	705.24	876.62
2. Number of the Company's issued shares (Shares)	11,000,000,000	11,000,000,000	11,000,000,000
3. Amount of dividend per share (Baht)	0.050	0.050	0.050
4. Total amount of dividends paid (Baht)	550,000,000	550,000,000	550,000,000
5. Percentage of the annual net profit (%)	87	78	63

The above right to receive dividends remains uncertain unless the 2021 Annual General Meeting of Shareholders has granted its approval.

6. To consider and approve the appointment of directors in replacement of those retiring by rotation

Facts and rationale: Under Article 18 of the Company's Articles of Association, at least one-third of the directors must vacate their office by rotation at each annual general meeting of shareholders, and if the number of directors is not a multiple of 3, the nearest number of 1/3 must retire by rotation. Therefore, the directors whose term ends by rotation for this financial year are:

- 1) Dr.Wichit Siritattamrong Directo
- 2) Ms.Kannikar Plussind Director
- 3) Mr.Manit Jeeradit Independent Director
- 4) Mr.Chayawat Pisessith Independent Director

Compensation And Nomination Committee Opinion :

The Compensation and Nomination Committee consider recruitment method stated in annual report 2020 (2nd attachment - The Compensation and Nomination Committee) by considering via qualifications according to requirements of Public Limited Companies Act, B.E.1992, announcement of The Securities and Exchange Commission, and announcement of The Stock Exchange of Thailand including considering via individual qualification. The Compensation and Nomination Committee found that directors replacing those retired by rotation are appropriate with knowledge, abilities, experiences, and the best performance in management as company's directors and there is no any illicit manner and did not do business operation or invested in business which act as company's competitor. On the other hand, considering that two independent directors, have performed and contributed well in auditing the company in order to protect the interests of minor shareholders by expressing their opinions independently and in accordance with relevant regulations.

The Compensation and Nomination Committee agree to suggest all of 4 directors replacing those retired to be considered and elected as company's directors once more and each director's biography is appeared in 4rd attachment. And the qualifications of Independent directors are in accordance with the criteria set by the Capital Market Supervisory Board. (The definition of independent directors was described in the attachment No. 5 under the "management and corporate governance" subject in annual report, which is herewith enclosed as attachment no.3)

The Company provided the shareholder the right to propose the qualified persons to be elected as directors on company's website since January 15, 2021 until February 15, 2021, according to the recruitment process set by the Company. However, no any shareholders proposed the person to be elected as directors of the Company.

Board's opinion: People nominated at this time through the screening process or comprehensive consideration be careful of the board of directors. The Board recommends that the appointment of the following directors retiring by rotation to resume their offices as the Company's directors, be proposed to the shareholders' meeting for further consideration and approval:

- 1) Dr.Wichit Siritattamrong Directo
- 2) Ms.Kannikar Plussind Director
- 3) Mr.Manit Jeeradit Independent Director
- 4) Mr.Chayawat Pisessith Independent Director

Details relating to the number of shares held by the nominated directors

Names of the retiring directors nominated for re-appointment	Number of shares held (Shares)	Voting rights (Shares)
1. Dr.Wichit Siritattamrong	5,450,000	5,450,000
2. Ms.Kannikar Plussind	1,994,750,400	1,994,750,400
3. Mr.Manit Jeeradit	200,000	200,000
4. Mr.Chayawat Pisessith	-	-

7. **To consider and approve the determination of directors' remuneration**

Facts and rationale: In accordance with section 90 of the Public Company Act and Articles 34 of the Articles of Association of the Company set directors' remuneration in form of reward, meeting allowance, pension, bonus and other benefits according to imperatives or meeting of shareholders' consideration. The compensation maybe determined as exact amount or set compensation criteria or occasionally set by each time or effective until any update occur. Moreover, directors will receive allowance and welfare according to company's imperatives.

Compensation And Nomination Committee Opinion :

The Compensation and Nomination Committee survey 2021 directors' remuneration by considering directors' responsibilities, operated performance including compare with company in the same business, same size, and same industry and the Compensation and Nomination Committee also survey remuneration from Thai Institute of Directors (IOD) and found that company set directors' remuneration close to the average of market.

Board's opinion: The Board the directors' remuneration for the year 2021 in the form of meeting allowance and annual remuneration as follows, be proposed to the shareholders' meeting for further consideration and approval:

1. Meeting allowance

- The Board Chairman is entitled to an allowance of Baht 35,000 for each board meeting which he attends.
- The Chairman of the Audit Committee is entitled to an allowance of Baht 35,000 for each Audit Committee which he attends and an allowance of Baht 25,000 for each meeting of board meeting at which he is present.
- The Chairman of the Corporate Governance Committee, The Chairman of the Compensation And Nomination Committee and The Chairman of the Risk Management And Investment Committee are entitled to an allowance of Baht 25,000.
- Each director and committee member are entitled to an allowance of Baht 25,000 for each board meeting or committee meeting, as the case may be, which they attend.
- Each of directors of the Corporate Governance Committee member , Each of directors of the Compensation And Nomination Committee member and Each of directors of the Risk Management And Investment Committee member are entitled to an allowance of Baht 15,000.

2. Annual bonus

The Company will consider paying an annual bonus based on its operating results in an aggregate amount of Baht 5,000,000. The amount of bonus to be paid to each director will be calculated according to the period during which he/she has been in office.

In determining the directors' remuneration, the Board of Directors and sub-committees of the Company do not receive any benefits other than monthly remuneration or meeting allowances as detailed above..

The scopes of powers, duties and responsibilities of the Board, the Audit Committee and Risk Management Committee are detailed in the Annual Report under the heading "Management".

Table of comparison of the remuneration paid to directors in 2020 and 2021

Unit: Baht

Type of remuneration	2021 (as proposed for this year)					2020				
	Board	Audit Committee	Corporate Governance Committee	Compensation And Nomination Committee	Risk Management And Investment Committee	Board	Audit Committee	Corporate Governance Committee	Compensation And Nomination Committee	Risk Management And Investment Committee
1. Annual remuneration	pending	pending	pending	pending	pending	2,745,000	-	-	-	-
2. Meeting allowance (per meeting)	1,860,000 (6 times)	425,000 (5 times)	70,000 (1 time)	170,000 (2 times)	130,000 (1 time)	1,430,000 (7 times)	395,000 (5 times)	70,000 (1 time)	145,000 (2 times)	130,000 (1 time)

Remarks * The meeting allowance is the estimated total of the whole year meeting. And the total of the whole faculty.

8. To consider and approve the appointment of auditors and to determine their remuneration

Facts and rationale: Section 120 of the Public Company Act requires that the Annual General Meeting of Shareholders appoint the auditors and determine their remuneration. Existing auditors are eligible for re-appointment.

In addition, as prescribed by the Notification of the Securities and Exchange Commission No. Tor Jor 44/2556 Re: Rules, conditions and procedures for disclosure of information on the issuer's financial condition and operating results, the Company must ensure the rotation of the auditors if any of the auditors have performed their duties for seven consecutive financial years. However, the rotation does not mean that the Company is required to engage a new auditing firm. The Company may appoint any auditors in the existing auditing firm to replace the old ones. However, the company is allowed to appoint an auditor, who has retired by the auditor's rotation, after at least five fiscal years from the date of her discharge of duty.

The Audit Committee recommends that the Meeting approve the appointment of Ms. Manee Rattanabunnakit, Certified Public Accountant No. 5313 and/or Miss Kosum Cha-em, Certified Public Accountant No. 6011 and/or Mr. Kritsada Lerdwana, Certified Public Account No. 4958 of EY Office Limited to be their 4th year auditors of the Company and its subsidiaries for the year 2021. EY have performed their duties as the Company's and its subsidiaries' auditor for 27 consecutive financial years, with their total remuneration of up to Baht 4,200,000, not including out-of-pocket expenses.

Table of comparison of the auditors' remuneration

Auditors' remuneration	Financial Year 2020	Financial Year 2021
1. Auditing fee (Baht)	4,820,000	4,200,000
2. Other service charges and expenses	-	-

Board's opinion: The Board recommends that the appointment of Ms. Manee Rattanabunnakit, Certified Public Accountant No. 5313 and/or Miss Kosum Cha-em, Certified Public Accountant No. 6011 and/or Mr. Kritsada Lerdwana, Certified Public Account No. 4958 of EY Office Limited to be the auditors of the Company for financial year 2021 with their remuneration (for auditing the Company and its subsidiaries) of up to Baht 4,200,000 per annum, excluding out-of-pocket expenses, be proposed to the shareholders' meeting for further consideration and approval. The auditors nominated to be the auditor of the Company for the year 2021 which have been the Company's auditor for 4 years. However, if the nominated auditors are unable to perform their duties for the Company, EY Office Limited agrees to designate other qualified members of its team to replace the nominated auditors in order to audit the Company's books and accounts and express opinion on the Company's financial statements.

The above nominated auditors do not have any relationship or interest with or in the Company or any of its executives, major shareholders or their affiliates and have prepared the financial statements with the required period.

The auditor of the subsidiary is a licensed auditor from EY Office Company Limited as well as the auditor of the company.

9. Other business (if any)

If you are unable to attend the Meeting, you may appoint an independent director, whose CV is attached to the proxy form, as your proxy to attend and vote at the Meeting on your behalf. The Company provided the shareholders the right to propose the matters to be considered as the agenda of AGM since January 15, 2021 to February 15, 2021. The company published the criteria on company website and informed on stock exchange of Thailand website. However, no shareholders proposed any agenda.

The Company is deeply concerned for the safety and well-being of shareholders and all stakeholders, who will be participating in the meeting. Therefore, the Company strongly requests for your cooperation to strictly follow the precautionary measures and guidelines for holding the Annual General Meeting of Shareholders under the circumstance of coronavirus 2019 (COVID-19) outbreak. The Company hereby apologizes for any such inconvenience that may occur during the meeting due to the strict safety procedures.

Yours sincerely,

Chularat Hospital Public Company Limited



(Mr. Kriengsak Plussind)

Chairman of the Board of Directors

- Transfer 12.00 – 13.00 p.m. and 17.00 p.m.
 1. HomePro Suvarnabhumi (Market Village Shopping Center Outside the KFC shop)
 2. BTS Bearing Station (in front of 7-11 at the end of Soi Lasalle)

Call 02-0332900 Ext. 3317

**Guidelines for attending meetings, in regards to the outbreak of the
Novel Coronavirus 2019 (COVID-19)**

According to the spread of the new Coronavirus 2019 (COVID-19), the company worries of the situation. So, please be informed of the new guidelines, as listed;

1. Shareholders who are in a high-risk situation, for example, had recently travelled to any high-risk countries, or suffers any respiratory symptoms, are advised to send a substitute in place to attend the meeting, via the company's address (on the invitation letter).
2. The company will be implementing health checks, in front of the meeting room. In the situation of finding one with risk, we will kindly ask to deny their entry, in which you may send a substitute in place to attend the meeting instead.

Thank you for your cooperation and understanding on this matter.

Company Secretary Office Tel. 02-033-2900 Ext. 3325 or mail: companysecretary@chularat.com

CHG013/2020

23 April 2021

Subject : To report the Resolutions of the 2020 Annual General Meeting of Shareholders

To : President
The Stock Exchange of Thailand

The 2020 Annual General Meeting of Shareholders of Chularat Hospital Public Company Limited (the **Company**), held on 23 April 2021 at 1:30 p.m. at Chularat 3 Hospital, 7th Floor, 88/8-9 Moo 11, Theparak Road Km.14.5, Bangpla, Bangplee, Samutprakarn, passed the following resolutions:

1. That the Minutes of the 2019 Annual General Meeting of Shareholders, be certified with the majority of the votes of the shareholders present and eligible to vote as per the following details:

2.

	Number of votes		Percent
Approved	8,209,261,545	votes	98.3684
Disapproved	0	votes	0.0000
Abstained	136,167,200	votes	1.6316
Voided Ballot	0	votes	-
Total	8,345,428,745	votes	100.000

2. That the report on the Company's operating results in respect of 2019, be acknowledged.

3. That the audited financial statements in respect of the fiscal year ended as at 31 December 2019, be approved, with the majority of the votes of the shareholders present and eligible to vote as per the following details:

	Number of votes		Percent
Approved	8,338,863,045	votes	99.9197
Disapproved	0	votes	0.000
Abstained	6,700,000	votes	0.0803
Voided Ballot	0	votes	-
Total	8,345,563,045	votes	100.000

4. That the interim dividends to shareholders as per the following details, be acknowledged:
During 2019 the Board of Directors' Meeting :

1. No. 4/2019, held on 13 August 2019, resolved to approve the payment of interim dividends to shareholders at the rate of Baht 0.020 per share, totalling Baht 220,000,000. The interim dividends were accordingly paid to shareholders on 12 September 2019.

Due to the outbreak of the coronavirus(COVID-19) in Thailand, the Company cannot hold the Annual General Meeting for approval of the payment of annual dividend.

2. No. 2/2020, held on 17 April 2020, resolved to approve the payment of interim dividends to shareholders payable out of net profits of the financial statements as of 31 December 2019 at the rate of Baht 0.030 per share, totalling Baht 330,000,000. The interim dividends were accordingly paid to shareholders on 15 May 2019.

5. That the re-appointment of the following directors who retired by rotation to resume their directorships for another term, be approved with the majority of the votes of the shareholders present and eligible to vote as follows:

(1) Mr.Kriengsak Plussind Director

	Number of votes		Percent
Approved	7,931,812,595	votes	95.0434
Disapproved	45,062,600	votes	0.5400
Abstained	368,587,850	votes	4.4166
Voided Ballot	100,000	votes	-
Total	8,345,463,045	votes	100.0000

(2) Mr. Apirum Panyapol Director

	Number of votes		Percent
Approved	7,173,211,395	votes	85.9534
Disapproved	45,062,600	votes	0.5400
Abstained	1,127,189,050	votes	13.5066
Voided Ballot	100,000	votes	-
Total	8,345,463,045	votes	100.0000

(3) Dr.Suchai Laoveerawat Director

	Number of votes		Percent
Approved	8,325,503,645	votes	99.7608
Disapproved	4,849,900	votes	0.0581
Abstained	15,109,500	votes	0.1811
Voided Ballot	100,000	votes	-
Total	8,345,463,045	votes	100.0000

(4) Mrs. Kobkul Panyapol Director

	Number of votes		Percent
Approved	7,414,336,545	votes	88.8427
Disapproved	13,969,900	votes	0.1674
Abstained	917,156,600	votes	10.9899
Voided Ballot	100,000	votes	-
Total	8,345,463,045	votes	100.0000

6. That the remuneration for the Board of Directors for 2020, be approved as per the followings:

(1) Meeting Allowance

- The Board Chairman is entitled to an allowance of Baht 35,000 for each board meeting which he attends.
- The Chairman of the Audit Committee is entitled to an allowance of Baht 35,000 for each Audit Committee meeting which he attends and an allowance of Baht 25,000 for each Board meeting at which he is present.
- The Chairman of the Corporate Governance Committee, The Chairman of the Nomination And Remuneration Committee and The Chairman of the Risk Management and Investment Committee are entitled to an allowance of Baht 25,000.
- Each director and committee member are entitled to an allowance of Baht 25,000 for each Board meeting or Committee meeting, as the case may be, which they attend.
- Each of directors of the Corporate Governance Committee member , Each of directors of the Nomination And Remuneration Committee member and Each of directors of the Risk Management and Investment Committee member are entitled to an allowance of Baht 15,000.

(2) Annual bonus

The Company will consider paying an annual bonus based on its operating results in an aggregate amount of not exceeding Baht 5,000,000. The amount of bonus to be paid to each director will be calculated according to the period during which he/she has been in office.

Such resolution was passed by two-thirds or more of the total votes of the shareholders present as follows:

	Number of votes		Percent
Approved	8,157,235,556	votes	97.7434
Disapproved	188,327,489	votes	2.2566
Abstained	0	votes	0.0000
Voided Ballot	0	votes	-
Total	8,345,563,045	votes	100.0000

7. That the appointment of Ms. Manee Rattanabunnakit, Certified Public Accountant No. 5313 and/or Miss Kosum Cha-em, Certified Public Accountant No. 6011 and/or Mr. Kritsada Lerdwana, Certified Public Account No. 4958 of EY Office Limited to be the auditors of the Company with the total remuneration of not exceeding Baht 4,820,000, excluding disbursement, be approved with the majority of the votes of the shareholders present and eligible to vote as follows:

	Number of votes		Percent
Approved	8,309,422,905	votes	99.5670
Disapproved	36,140,140	votes	0.4330
Abstained	0	votes	0.0000
Voided Ballot	0	votes	-
Total	8,345,563,045	votes	100.0000

Yours faithfully,
Chularat Hospital Public Company Limited



(Dr. Kumpol Plussind)
Chief Executive Officer

Profiles of the Candidates for Director Positions



Name : Dr. Wichit Siritattamrong

Age : 62 years.

Nationality : Thai

Address : 230/95 Moo 12, Bang Phli Yai Subdistrict, Bang Phli District, Samut Prakan Province

Educational qualification : Doctor of Medicine, Mahidol University
Doctor of Orthopedic Surgery

Directorship training : Director Accreditation Program (DAP) Class 2011, Thai Institute of Directors (IOD)

Work Experience

2004- Present	Director	Chularat Hospital Public Company Limited
2019- Present	Director	Sattayabutr International Company Limited
2019- Present	Director	Ruampat Chachoengsao Hospital Company Limited
2019- Present	Director	Chularat Phraek Sa Hospital Company Limited
2019- Present	Director	Shewarat Hospital Company Limited
2014- Present	Director	Cholvaej Hospital Company Limited
2013 - Present	Director	Chularat Arkanay Hospital Company Limited
2012- Present	Director	Thai Amdon Company Limited
2004- Present	Director	Convenience Hospital Company Limited
2004- Present	Director	Bangpakong Vejchakij Company Limited

In any listed companies : CHULARAT HOSPITAL PUBLIC COMPANY LIMITED (CHG)

In any non-listed companies : Sattayabutr International Company Limited , Ruampat Chachoengsao Hospital Company Limited, Chularat Phraek Sa Hospital Company Limited, Shewarat Hospital Company Limited, Cholvaej Hospital Company Limited , Chularat Arkanay Hospital Company Limited, Thai Amdon Company Limited, Convenience Hospital Company Limited, Bangpakong Vejchakij Company Limited.

In any companies which may result in a conflict of interest with the Company -

Nature of the nominated directorship : Director

Term of office : 16 years.

Appointment Date : 25 June 2004

% of shareholding in the Company : 0.05 % of shareholding in the Company

Direct and indirect interests in the Company or in the relevant subsidiaries -

Interest in the agendas proposed in the Meeting : a person nominated to be a director in agenda 6

Historical records or meeting attendance in 2020 : The Board of Director Meeting 7 out of 7 (100%)

(This candidate is not a director or executive in any company which may result in a conflict of interest with the Company.)

Profiles of the Candidates for Director Positions

Name : Ms. Kannikar Plussind
Age : 66 years.
Nationality : Thai
Address : 37 Seri Villa Yaek 7, Nong Bon Subdistrict, Prawet District, Bangkok
Educational qualification : Vocational certificate, Convent of Holy Infant Jesus



Directorship training : Director Accreditation Program (DAP) Class 2011, Thai Institute of Directors (IOD)
 Good Governances for Executive M.D. Program Class 3, King Prajadhipok's Institute
 Advanced Security Management Program (NDCAT-ASMP) Class 7, National Defence College

Work Experience	2004- Present	Director	Chularat Hospital Public Company Limited
Current job positions	2019- Present	Director	Convenience Hospital Company Limited
	2019- Present	Director	Bangpakong Vejchakij Company Limited
	2019- Present	Director	Chularat Arkanay Hospital Company Limited
	2019- Present	Director	Cholvaej Hospital Company Limited
	2019- Present	Director	Sattayabutr International Company Limited
	2019- Present	Director	Ruampat Chachoengsao Hospital Company Limited
	2019- Present	Director	Chularat Phraek Sa Hospital Company Limited
	2019- Present	Director	Shewarat Hospital Company Limited
	2019- Present	Director	Thai Amdon Company Limited
	2016 - Present	Corporate Investment and Risk Management Committee	Chularat Hospital Public Company Limited
	1984 - Present	Director	Esco-Thai Company Limited

In any listed companies : CHULARAT HOSPITAL PUBLIC COMPANY LIMITED (CHG)

In any non-listed companies : Convenience Hospital Company Limited , Bangpakong Vejchakij Company Limited , Chularat Arkanay Hospital Company Limited , Cholvaej Hospital Company Limited , Sattayabutr International Company Limited , Ruampat Chachoengsao Hospital Company Limited , Chularat Phraek Sa Hospital Company Limited, Shewarat Hospital Company Limited, Thai Amdon Company Limited, Chularat Hospital Public Company Limited , Esco-Thai Company Limited

In any companies which may result in a conflict of interest with the Company -

Nature of the nominated directorship : Director

Term of office : 16 years.

Appointment Date : 25 June 2004

% of shareholding in the Company : 18.13 % of shareholding in the Company

Direct and indirect interests in the Company or in the relevant subsidiaries : -

Interest in the agendas proposed in the Meeting : a person nominated to be a director in agenda 6

Historical records or meeting attendance in 2020 : The Board of Director Meeting 7 out of 7 (100%)

(This candidate is not a director or executive in any company which may result in a conflict of interest with the Company.)

Profiles of the Candidates for Director Positions



Name	: Mr. Manit Jeeradit	
Age	: 72 years.	
Nationality	: Thai	
Address	: 38/84 Soi Ngam Duplee, Thungmahamek, Sathon, Bangkok	
Educational qualification	: B.A. (Economics and Accounting), Claremont Men's College (Claremont McKenna College)	
Directorship training	: Audit Committee Program (ACP) Class 36/2011, Thai Institute of Directors (IOD) Director Accreditation Program (DAP) Class 87/2011, Thai Institute of Directors (IOD) Director Certification Program (DCP) 187/2014, Thai Institute of Directors (IOD)	
Work Experience- Current job positions	2012 - Present	Director, Independent Director, Chairman of the Audit Committee Chularat Hospital Public Company Limited
	2016- Present	Nomination and Remuneration Committee, Corporate Governance Committee Chularat Hospital Public Company Limited
	2015 - Present	Chairman of the Nomination and Remuneration Committee Moong Pattana International Public Company Limited
	2015 - Present	Director License2Q Company Limited
	2010- Present	Independent Director, Audit Committee Moong Pattana International Public Company Limited
<u>In any listed companies</u>	: CHULARAT HOSPITAL PUBLIC COMPANY LIMITED (CHG) Moong Pattana International Public Company Limited	
<u>In any non-listed companies</u>	: Chularat Hospital Public Company Limited , License2Q Company Limited	
<u>In any companies which may result in a conflict of interest with the Company</u>	: -	
Nature of the nominated directorship	: Independent Director	
Term of office	: 8 year 4 months 16 days	
Appointment Date	: 15 August 2012	
% of shareholding in the Company	: 0.0 % of shareholding in the Company	
Direct and indirect interests in the Company or in the relevant subsidiaries	: -	
Interest in the agendas proposed in the Meeting	: a person nominated to be a director in agenda 6	
Historical records or meeting attendance in 2020	: The Board of Director Meeting 7 out of 7 (100%) The Audit Committee of Director Meeting 5 out of 5 (100%)	

(This candidate is not a director or executive in any company which may result in a conflict of interest with the Company.)

Profiles of the Candidates for Director Positions



Name : Mr. Chayawat Pisessith

Age : 69 years.

Nationality : Thai

Address : 122/4 Krungthep Kreetha Road, Saphan Sung, Saphan Sung, Bangkok 10250

Educational qualification : Bachelor of Science (Medical Science), Chulalongkorn University

Directorship training : Audit Committee Program (ACP) Class 41/2012, Thai Institute of Directors (IOD)
 Director Accreditation Program (DAP) Class 97/2012, Thai Institute of Directors (IOD)
 Role of the Chairman Program (RCP) Class 37/2015, Thai Institute of Directors (IOD)

Work Experience : 2011 - Present Independent Director, Chularat Hospital Public Company Limited
 Audit Committee

Current job positions : 2017 - Present Corporate Governance Committee, Chularat Hospital Public Company Limited
 Nomination and Remuneration Committee,
 2017 - Present Advisor The Sport Writers Association of Thailand
 2020-2021 Chairman of Bridge Department The Royal Bangkok Polo Club (RBSC)
 2018 - Present Registrar Thai Creative Association (Magic Eye)
 2015 - Present President of the Association Contract Bridge League of Thailand
 2014 - Present Chairman of Boards of Directors Kingmain CMTI Company Limited

In any listed companies : CHULARAT HOSPITAL PUBLIC COMPANY LIMITED (CHG)
 KINGMAIN CMTI COMPANY LIMITED

In any non-listed companies : The Sport Writers Association of Thailand, The Royal Bangkok Polo Club (RBSC), Thai Creative Association (Magic Eye) Contract Bridge League of Thailand

In any companies which may result in a conflict of interest with the Company : -

Nature of the nominated directorship : Independent Director

Term of office : 8 year 4 months 16 days

Appointment Date : 15 August 2012

% of shareholding in the Company : - of shareholding in the Company

Direct and indirect interests in the Company or in the relevant subsidiaries : -

Interest in the agendas proposed in the Meeting : a person nominated to be a director in agenda 6

Historical records or meeting attendance in 2020 : The Board of Director Meeting 7 out of 7 (100%)
 The Audit Committee of Director Meeting 5 out of 5 (100%)

(This candidate is not a director or executive in any company which may result in a conflict of interest with the Company.)

Definition of independent directors

The company has the definition of independent directors. Which is equal to the minimum requirements of the Securities and Exchange. The subject of the shareholding in the company. Not an employee or consultant with a salary. Authority or control of the company. Includes no business relationship.

Independent means Outside directors that can act as protection. The interests of all shareholders equally. And can help prevent the occurrence of a conflict of interest between the Company and related parties and qualified according to the following criteria.

1. Not more than one percent of the total number of shares with voting rights of the company, its parent, subsidiaries, affiliates, shareholders, major. Or Controlling Shareholders of the Company shall be inclusive of the shares held by the relevant director as well.
2. Is or was a director, employee, employees who engage consultants who have a salary. Authority or control of the company, its parent, subsidiaries, affiliates, subsidiaries of the same company. The major shareholders Or of a controlling person of the Company. Unless it is clear from the manner for not less than two years before the date of application to the Office of the prohibitions do not include the independent director who is a servant. Or advisor to the government, which is the majority shareholder. Or controlling person of the Company.
3. Not a person who is related by blood. Or by the applicant As a parent, spouse, sibling, spouse, child, including the child's other executive directors, major shareholders. Controlling Shareholders Or individuals to be nominated to the board of directors or controlling person of the Company. Or its subsidiaries
4. Never have a business relationship with the Company, its subsidiaries, associates and shareholders. Or controlling person of the Company. In a way that may interfere with their independent judgment. Including not being or having been a shareholder with respect. Authority or control of the business relationship with the Company, its subsidiaries and associated companies, major shareholders. Or controlling person of the Company. Unless it is clear from the manner for not less than two years before the date of application to the office.
Business relationship in the first paragraph. Including commercial transactions done as usual. Cheap to operate Or property rental Of assets or services, or providing or receiving financial assistance. Or receive a loan secured by the assets as collateral. As well as other similar acts As a result, the Company Or both parties have the obligation to pay to the other party. Since three percent of the net tangible assets of the Company. Or twenty million baht. Whichever is lower calculation of such indebtedness. According to the method of calculating the value of the transaction. According to the Committee on Rules in the capital market transaction, as applicable. However, in consideration of such indebtedness. The total indebtedness incurred within one year before the date of the business relationship with the person.
5. Is or has been an auditor of the company, its parent, subsidiaries, affiliates, shareholders, major. Or controlling person of the Company. And a significant shareholder. Controlling Shareholders Or partner of the audit firm The auditors of the company, its parent, subsidiaries, affiliates, shareholders, major. Or authority under the control of the company, unless it is clear from the manner for not less than two years before the date of application to the office
6. Is or was a director and any professional, including serving as legal counsel or. Financial Advisor Which has been charged over two million baht per year from the company, its parent, subsidiaries, affiliates, shareholders, major. Or controlling person of the Company. And a significant shareholder. Controlling shareholder or partner of the service provider firm. Unless it is clear from the manner for not less than two years before the date of application to the office.
7. Director is not appointed as a representative of the company. Or major shareholder Shareholders who are affiliated with the major shareholders.
8. Not operate in the same. And in competition with the business of the Company. Or its subsidiaries Or partnerships that are implied in the partnership. Or as part of a management employee or consultant who receive a regular salary. Or holding more than one percent of the total number of shares with voting rights of the company. Concerning the operations of the same nature and in competition to the business of the Company. Or its subsidiaries.
9. No other characteristics that make it impossible to provide an independent opinion on the operations of the Company.

Documents or evidence showing an identity of the shareholder or a representative of the shareholder entitled to attend the meeting

The policy of the Board of The Stock Exchange of Thailand, dated 19th February, 1999, relating to good practices for holding of a shareholders' meeting, aims to establish guidelines for listed companies to follow. This will create confidence to shareholders, investors and all relevant parties. In order for the shareholders' meeting of the Company to be transparent, fair and beneficial to shareholders, the Company considers it appropriate to inspect the documents or evidence showing an identity of the shareholder or a representative of the shareholder entitled to attend the meeting. This will also be applied in the future. However, since some shareholders may not be familiar with this, the Company reserves the right to waive any of these requirements for some of the shareholders on a case by case basis as the Company considers appropriate.

1. Natural person

1.1 *Thai nationality*

- (a) identification card of the shareholder (personal I.D. or identification card of government officer or identification card of state enterprise officer); or
- (b) in case of proxy, identification card of the shareholder and identification card or passport (in case of a foreigner) of the proxy.

1.2 *Non-Thai nationality*

- (a) passport of the shareholder; or
- (b) in case of proxy, copy of passport of the shareholder and copy of identification card or copy passport (in case of a foreigner) of the proxy.

2. Juristic person

2.1 *Juristic person registered in Thailand*

- (a) corporate affidavit, issued within 30 days by Department of Business Development, Ministry of Commerce; and
- (b) identification card or passport (in case of a foreigner) of the authorised director(s) who sign(s) the proxy form including identification card or passport (in case of a foreigner) of the proxy.

2.2 *Juristic person registered outside of Thailand*

- (a) corporate affidavit; and
- (b) copy of identification card or copy of passport (in case of a foreigner) of the authorised director(s) who sign(s) the proxy form including copy of identification card or copy of passport (in case of a foreigner) of the proxy.

A copy of the documents must be certified true copy. In case of any documents or evidence produced or executed outside of Thailand, such documents or evidence should be notarised by a notary public.

A shareholder or a proxy may register and submit the required documents or evidence for inspection at the meeting from 12.00 p.m. on Friday 23 April 2021.

Remark

If any shareholder cannot attend the 2021 Annual General Meeting of Shareholders, the shareholder may grant the proxy to independent director of the Company to act as proxy holder to attend and vote on his/her behalf by sending the duly completed proxy form to Chularat Hospital Public Company Limited at Chularat 3 International Hospital, 7th Floor, 88/8-9 Moo 11, Theparak Road Km.14.5, Bangpla, Bangplee, Samutprakarn.

Articles of Association concerning the Shareholders' Meeting and Voting Procedures

1. Proxy

Chapter IV Clause 39

A shareholder may appoint a proxy to attend and vote at a meeting of shareholders on his/her behalf. The instrument appointing a proxy must be made in writing, signed by the shareholder and made in a form prescribed by the Public Companies Registrar. The proxy instrument must be submitted with the Chairman or his/her assignee before the proxy attends the meeting. The proxy instrument must contain at least the following particulars:

- a) the amount of shares held by the shareholder;
- b) the name of the proxy; and
- c) the meeting at which the proxy is appointed to attend and vote.

2. Meeting Procedures

Chapter IV Clause 40

The meeting of shareholders must proceed according to the agenda specified in the notice of the meeting in respective order. However, the meeting may vary the sequence of the agenda if approved by a resolution passed by two-thirds (2/3) or more of the votes cast by the shareholders attending the meeting.

After the meeting of shareholders completes its consideration of the agenda prescribed in the notice of the meeting, the shareholders holding in aggregate one-third (1/3) or more of the total issued shares may request the meeting to consider any matters in addition to the agenda prescribed in the notice of the meeting.

If the meeting of shareholders is unable to complete its consideration of the agenda prescribed in the notice of the meeting or additional matters raised by the shareholders and it is necessary to adjourn the meeting, then the meeting must fix the place, date and time of the adjourned meeting. The board of directors must send a notice of the meeting specifying the place, date, time and agenda to shareholders seven (7) days or more before the meeting date. The notice must also be published in a newspaper at least three (3) days before the meeting date for a period of three (3) consecutive days.

Chapter IV Clause 41

The Chairman of the board of directors will act as the Chairman of the meeting of shareholders. If the Chairman is not present or is unable to discharge his/her duties, the Vice-Chairman will serve as the Chairman. If there is no Vice-Chairman or the Vice-Chairman is unable to discharge his/her duties, the shareholders attending the meeting must elect one of them to act as the Chairman.

3. Quorum

Chapter IV Clause 38

A quorum of a meeting of shareholders requires a lesser of a number of twenty-five (25) shareholders or one-half or more of the total number of shareholders, holdings in aggregate one-third (1/3) or more of the total issued shares, present in person or by proxy (if any).

If after one (1) hour from the time fixed for a meeting of shareholders a quorum has not been constituted, the meeting which was called at the request of shareholders must be dissolved. If the meeting is called other than at the request of the shareholders, an adjourned meeting must be called and a notice of the meeting must be sent to the shareholders seven (7) days or more before the date of the adjourned meeting. No quorum is required at the adjourned meeting.

4. Voting Procedures

Chapter IV Clause 42

In every meeting of shareholders, a shareholder has one vote for each share.

A shareholder who has a special interest in any matter may not cast votes on that matter, except for the election of directors.

Chapter IV Clause 43

A resolution of shareholders must be passed by a majority of the votes cast by the shareholders attending and eligible to vote at the meeting. If the votes are equal, the chairman has a casting vote except where it requires otherwise in these Articles of Association or by law or in any of the following cases where a resolution must be passed by three-quarters (3/4) or more of the votes cast by the shareholders attending and eligible to vote at the meeting:

- (a) a sale or transfer of all or substantial part of the business of the Company to any person;
- (b) a purchase or acceptance of transfer of business of other public or private companies;
- (c) an entering into, amendment or termination of any agreement concerning a lease out of all or substantial part of the business of the Company or an assignment of the management control of the business of the Company to any person or a merger with any person for the purposes of profit and loss sharing;
- (d) an amendment to the Memorandum or Articles of Association of the Company;
- (e) an increase or reduction of capital;
- (f) an issue of debentures; or
- (g) an amalgamation or a dissolution of the Company.

5. Appointment of DirectorsChapter III Clause 15

The Company has a board of directors consisting of at least 5 persons. The board of directors must elect one of their members to be the Chairman and may elect another member to be a Vice-Chairman and any other positions as they see fit. At least one-half of the directors must reside in Thailand.

Chapter III Clause 17

A meeting of shareholders must elect the directors in accordance with the following procedures and rules:

- (1) Each shareholder has one vote for each share held.
- (2) A shareholder may cast votes for each individual director or a group of directors as determined by a meeting of shareholders. In voting to elect more than one candidate as directors, the number of votes for each of the different candidates is indivisible.
- (3) The candidates who obtain the highest votes will be appointed as directors to fill the required number of vacancies for such election. If the candidates who equally obtain the lower votes exceed the required number of vacancies, the chairman has a casting vote.

Chapter III Clause 18

At every annual general meeting of shareholders, one-third (1/3) of the directors, or if it is not a multiple of three, then the number nearest to one-third (1/3) must retire from office.

There must be a drawing by lots to determine the directors retiring on the first and second years following the registration of the Company. In each subsequent year, the directors who occupy the position for the longest period must retire.

A retiring director is eligible for re-election.

Form of Proxy, Form A. (General Form)
Annexed to Notice of Department of Business Development
Re: Form of Proxy (No. 5) B.E. 2550 (2007)

duty stamp
THB 20

Made at

Date Month Year

(1) I/We nationality
 residing/located at No. Road, Tambol/Kwaeng
 Amphur/Khet, Province, Postal Code

(2) being a shareholder of Chularat Hospital Public Company Limited, holding shares in total
 which are entitled to cast votes as follows:
 ordinary shares: shares in total which are entitled to cast votes; and
 preferred shares: shares in total which are entitled to cast votes,

(3) I/We wish to appoint

(1) age years, residing/located at No.
 Road, Tambol/Kwaeng, Amphur/Khet, Province
 Postal Code, or

(2) age years, residing/located at No.
 Road, Tambol/Kwaeng, Amphur/Khet, Province
 Postal Code, or

(3) age years, residing/located at No.
 Road, Tambol/Kwaeng, Amphur/Khet, Province
 Postal Code

any one of them as my/our proxy to attend and vote on my/our behalf at the 2021 Annual General Meeting of Shareholders to be held on Friday 23 April 2021 at 13.00 p.m. at Chularat 3 International Hospital, 7th Floor, 88/8-9 Moo 11, Theparak Road Km.14.5, Bangpla, Bangplee, Samutprakarn or such other date, time and place as may be adjourned.

Any acts or performance caused by the proxy at the above meeting shall be deemed as my/our acts and performance in all respects.

Signed Grantor
 (.....)

Signed Grantee
 (.....)

Signed Grantee
 (.....)

Signed Grantee
 (.....)

Remarks

A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.

duty stamp
THB 20

Form of Proxy, Form B.
(Form Specifying Various Particulars for Authorisation Containing Clear and Concise Details)
Annexed to Notice of Department of Business Development
Re: Form of Proxy (No. 5) B.E. 2550 (2007)

Made at _____
 Date _____ Month _____ Year _____

(1) I/We _____ nationality _____,
 residing/located at No. _____, _____ Road, Tambol/Kwaeng _____,
 Amphur/Khet _____, Province _____, Postal Code _____

(2) being a shareholder of Chularat Hospital Public Company Limited, holding _____ shares in total
 which are entitled to cast _____ votes as follows:
 ordinary shares: _____ shares in total which are entitled to cast _____ votes; and
 preferred shares: _____ shares in total which are entitled to cast _____ votes,

(3) I/We wish to appoint

(1) _____ age _____ years,
 residing/located at No. _____, _____ Road, Tambol/Kwaeng _____,
 Amphur/Khet _____, Province _____, Postal Code _____, or

(2) _____ age _____ years,
 residing/located at No. _____, _____ Road, Tambol/Kwaeng _____,
 Amphur/Khet _____, Province _____, Postal Code _____, or

(3) _____ age _____ years,
 residing/located at No. _____, _____ Road, Tambol/Kwaeng _____,
 Amphur/Khet _____, Province _____, Postal Code _____

any one of them as my/our proxy to attend and vote on my/our behalf at the 2021 Annual General Meeting of Shareholders to be held on Friday 23 April 2021 at 13.00 p.m. at Chularat 3 International Hospital, 7th Floor, 88/8-9 Moo 11, Theparak Road Km.14.5, Bangpla, Bangplee, Samutprakarn or such other date, time and place as may be adjourned.

(4) I/We authorise my/our proxy to cast the votes on my/our behalf at the above meeting in the following manners:

- Agenda no. 1 To certify the minutes of the 2020 Annual General Meeting of Shareholders
 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
 - (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve Disapprove Abstain
- Agenda no. 2 To acknowledge the Company's operating results as at Year 2020
- Agenda no. 3 To consider and approve the audited and consolidated financial statements in respect of the financial year ended as at 31 December 2020
 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
 - (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve Disapprove Abstain
- Agenda no. 4 To acknowledge the interim dividend payment
- Agenda no. 5 To consider and approve the dividend payment of the operating results ended as at 31 December 2020
 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
 - (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve Disapprove Abstain
- Agenda no. 6 To consider and approve the appointment of directors in replacement of those to retire by rotation
 - (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
 - (b) The proxy must cast the votes in accordance with the following instructions:
 - Appointment of all directors
 - Approve Disapprove Abstain
 - Appointment of any director(s)



Name of Director : Dr.Wichit Siritattamrong

Approve Disapprove Abstain

Name of Director : Ms.Kannikar Plussind

Approve Disapprove Abstain

Name of Director : Mr.Manit Jeeradit

Approve Disapprove Abstain

Name of Director : Mr.Chayawat Pisessith

Approve Disapprove Abstain

Agenda no. 7 To consider and approve the determination of directors' remuneration

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve Disapprove Abstain

Agenda no. 8 Appointment of the Auditors for 2021 and fixing their remuneration

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve Disapprove Abstain

Agenda no. 9 Other business (if any)

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve Disapprove Abstain

(5) If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.

(6) If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.

Any acts or performance caused by the proxy at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

Signed..... Grantor
(.....)

Signed..... Grantee
(.....)

Signed..... Grantee
(.....)

Signed..... Grantee
(.....)

Remarks

1. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.
2. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
3. In case there are more agendas to be discussed than those specified above, the grantor may make additional authorisation in the Attachment to Proxy Form B.

Attachment to Proxy Form B.

A proxy is granted by a shareholder of Chularat Hospital Public Company Limited.

For the 2021 Annual General Meeting of Shareholders to be held on Friday 23 April 2021 at 13.00 p.m. at Chularat 3International Hospital, 7th Floor, 88/8-9 Moo 11, Theparak Road Km.14.5, Bangpla, Bangplee, Samutprakarn or such other date, time and place as may be adjourned.

-
- Agenda no. re:
- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
- Approve Disapprove Abstain
- Agenda no. re:
- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
- Approve Disapprove Abstain
- Agenda no. re:
- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
- Approve Disapprove Abstain
- Agenda no. re:
- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
- Approve Disapprove Abstain
- Agenda no. re:
- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
- Approve Disapprove Abstain
- Agenda no. re:
- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
- Approve Disapprove Abstain



Agenda no. re: Appointment of directors (Continued)

Name of Director

Approve Disapprove Abstain

duty stamp THB 20

Form of Proxy, Form C.

(This form is used only if the shareholder is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in the custody.)

**Annexed to Notice of Department of Business Development
Re: Form of Proxy (No. 5) B.E. 2550 (2007)**

Made at

Date Month Year

(1) We
located at No. Road, Tambol/Kwaeng Amphur/Khet
..... Province Postal Code in our capacity as the
custodian for
being a shareholder of Chularat Hospital Public Company Limited, holding shares in total which are
entitled to cast votes as follows:

ordinary shares: shares in total which are entitled to cast votes; and

preferred shares: shares in total which are entitled to cast votes,

(2) We wish to appoint

(1) age years, residing/located at
No. Road, Tambol/Kwaeng Amphur/Khet
Province Postal Code or

(2) age years,
residing/located at No. Road, Tambol/Kwaeng Amphur/Khet
..... Province Postal Code or

(3) age years,
residing/located at No. Road, Tambol/Kwaeng Amphur/Khet
..... Province Postal Code

any one of them as our proxy to attend and vote on our behalf at the 2021 Annual General Meeting of Shareholders to be held on Friday 23 April 2021 at 13.00 p.m. at Chularat 3International Hospital, 7th Floor, 88/8-9 Moo 11, Theparak Road Km.14.5, Bangpla, Bangplee, Samutprakarn or such other date, time and place as may be adjourned.

(3) We authorise our proxy to attend the meeting and cast the votes on our behalf in the following manner:

 The voting right in all the voting shares held by us is granted to the proxy. The voting right in part of the voting shares held by us is granted to the proxy as follows: Ordinary shares: shares in total, which are entitled to cast votes; and Preferred shares: shares in total, which are entitled to cast votes,

Total: votes

(4) We authorise our proxy to cast the votes on our behalf at the above meeting in the following manner:

 Agenda no. 1 To certify the minutes of the 2020 Annual General Meeting of Shareholders (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion. (b) The proxy must cast the votes in accordance with the following instructions: Approve with votes Disapprove with votes Abstain with votes Agenda no. 2 To acknowledge the Company's operating results as at Year 2020 Agenda no. 3 To certify and approve the audited and consolidated financial statements in respect of the financial year ended as at 31 December 2020 (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion. (b) The proxy must cast the votes in accordance with the following instructions: Approve with votes Disapprove with votes Abstain with votes Agenda no. 4 To acknowledge the interim dividend payment Agenda no. 5 To consider and approve the dividend payment of the operating results ended as at 31 December 2020 (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion. (b) The proxy must cast the votes in accordance with the following instructions: Approve Disapprove Abstain Agenda no. 6 To consider and approve the appointment of directors in replacement of those to retire by rotation (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion. (b) The proxy must cast the votes in accordance with the following instructions: Appointment of all directors Approve with votes Disapprove with votes Abstain with votes



Appointment of any director(s)

Name of Director : Dr.Wichit Siritattamrong

Approve with votes Disapprove with votes Abstain with votes

Name of Director : Ms.Kannikar Plussind

Approve with votes Disapprove with votes Abstain with votes

Name of Director : Mr.Manit Jeeradit

Approve with votes Disapprove with votes Abstain with votes

Name of Director : Mr.Chayawat Pisessith

Approve with votes Disapprove with votes Abstain with votes

Agenda no. 7 To consider and approve the determination of directors' remuneration

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve with votes Disapprove with votes Abstain with votes

Agenda no. 8 Appointment of the Auditors for 2021 and fixing their remuneration

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve with votes Disapprove with votes Abstain with votes

Agenda no. 9 Other business (if any)

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve with votes Disapprove with votes Abstain with votes

(5) If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.

(6) If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.

Any acts or performance caused by the proxy at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

Signed..... Grantor
(.....)

Signed..... Grantee
(.....)

Signed..... Grantee
(.....)

Signed..... Grantee
(.....)

Remarks

1. This Form C. is used only if the shareholder whose name is in the shareholders' register is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in the custody.
2. The necessary evidence to be enclosed with this proxy form is:
 - (1) the power-of-attorney granted by the shareholder to the custodian by which the custodian is appointed to sign the proxy form on the shareholder's behalf; and
 - (2) a certification that the authorised signatory of the proxy form is licensed to operate the custodial business.
3. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.
4. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
5. In case there is other business to be discussed in addition to those specified above, the grantor may make additional authorisation in the Attachment to Proxy Form C.

Attachment to Proxy Form C.

A proxy is granted by a shareholder of Chularat Hospital Public Company Limited.

For the 2021 Annual General Meeting of Shareholders to be held on Friday 23 April 2021 at 13.00 p.m. at Chularat 3 International Hospital, 7th Floor, 88/8-9 Moo 11, Theparak Road Km.14.5, Bangpla, Bangplee, Samutprakarn or such other date, time and place as may be adjourned.

-
- Agenda no. re:
- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
- Approve with votes Disapprove with votes Abstain with votes
- Agenda no. re:
- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
- Approve with votes Disapprove with votes Abstain with votes
- Agenda no. re:
- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
- Approve with votes Disapprove with votes Abstain with votes
- Agenda no. re:
- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
- Approve with votes Disapprove with votes Abstain with votes
- Agenda no. re:
- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
- Approve with votes Disapprove with votes Abstain with votes
- Agenda no. re:
- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
- Approve with votes Disapprove with votes Abstain with votes



Agenda no. re: Appointment of directors (Continued)

Name of Director
 Approve with votes Disapprove with votes Abstain with votes

Name of Director
 Approve with votes Disapprove with votes Abstain with votes

Name of Director
 Approve with votes Disapprove with votes Abstain with votes

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 Approve with votes Disapprove with votes Abstain with votes

Name of Director
 Approve with votes Disapprove with votes Abstain with votes

Name of Director
 Approve with votes Disapprove with votes Abstain with votes

Profiles of the independent directors proposed as proxy by the Company

Name	: Mr. Manit Jeeradit			
Age	: 72 years			
Nationality	: Thai			
Address	: 32/84 Soi Sukhumvit 26, Klong Toey, Bangkok			
Educational qualification	: B.A (Economics and Accounting) Claremont Men's College (Claremont Mckenna College)			
Directorship training	: Audit Committee Program(ACP) Institute of Directors(IOD) : Director Accreditation Program (DAP) Institute of Directors(IOD) : Director Certification Program (DCP) 187/2014 Institute of Directors(IOD)			
Work Experience	2012 -Present	Director, Independent Director, Chairman of Audit Committee	Chularat Hospital Public Company Limited	
Current job positions	2016- Present	Nomination and Remuneration Committee, Corporate Governance Committee	Chularat Hospital Public Company Limited	
	2015 - Present	Chairman of the Nomination and Remuneration Committee	Moong Pattana International Public Company Limited	
	2015 - Present	Director	License2Q Company Limited	
	2010- Present	Independent Director, Audit Committee	Moong Pattana International Public Company Limited	
<u>In any listed companies</u>	: Chularat Hospital Public Co., Ltd. (CHG), Moong Pattana International Co., Ltd.			
<u>In any non-listed companies</u>	: License2Q Company Limited			
<u>In any companies which may result in a conflict of interest with the Company</u>	: -			
Term of office	: 8 year 4 months 16 days (appointed as a director since August 15, 2012)			
% of shareholding in the Company	: 0 % of shareholding in the Company			
Direct and indirect interests in the Company or in the relevant subsidiaries	: -			
Interest in the agendas proposed in the Meeting	: -			
Historical records or meeting attendance in 2020	: The Audit Committee of Director Meeting 5 out of 5 (100%) : The Board of Director Meeting 7 out of 7 (100%)			

(This candidate is not a director or executive in any company which may result in a conflict of interest with the Company and has no special interest different from other directors .)

Profiles of the independent directors proposed as proxy by the Company

Name : MR. Somyos Yan-ubol

Age : 65 years.

Nationality : Thai

Address : 57/267 Moo9 Tambon Pak Kret Nonthaburi

Educational qualification : MBA , Kasetsart University

Directorship training : Director Accreditation Program (DAP) Institute of Directors(IOD)
: Advanced Audit Committee Program(AACP) Institute of Directors(IOD)
: Audit Committee Program(ACP) Institute of Directors(IOD)
: Ethical Leadership Program (ELP) 1/2017 Thai Institute of Directors
: RCL- Risk Management Program for Corporate Leaders Thai Program 16/2020
2-3/5/2020



Work Experience	1996 - 2014	Director	Phupa Chumthong Company Limited
Current job positions	2012 - Present	Director, Independent Director, Audit Committee	Chularat Hospital Public Company Limited
	2016- Present	Corporate Governance Committee, Nomination and Remuneration Committee, Risk Management and Investment Committee	Chularat Hospital Public Company Limited

In any listed companies : Chularat Hospital Public Company Limited (CHG)

In any non-listed companies : -

In any companies which may result in a conflict of interest with the Company : -

Term of office : 8 year 4 months 16 days (appointed as a director since August 15, 2012)

% of shareholding in the Company : -

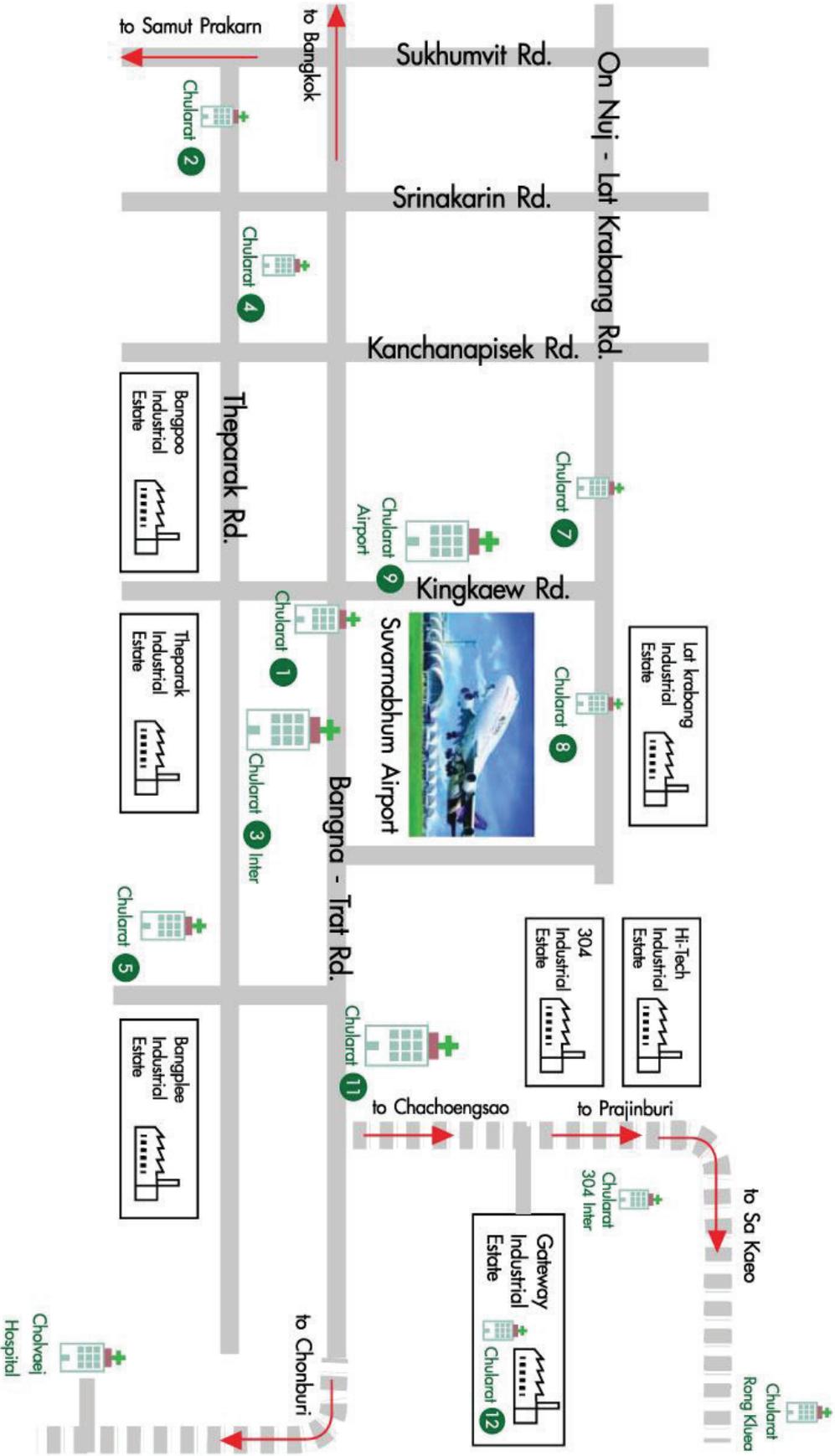
Direct and indirect interests in the Company or in the relevant subsidiaries : -

Interest in the agendas proposed in the Meeting : -

Historical records or meeting attendance in 2020 : The Audit Committee of Director Meeting 5 out of 5 (100%)
: The Board of Director Meeting 7 out of 7 (100%)

(This candidate is not a director or executive in any company which may result in a conflict of interest with the Company and has no special interest different from other directors.)

“ Key Service Area of Chularat Hospital Group include Samut Prakarn, Chachoengsao, Chonburi, Prachinburi and Sa Kaeo provinces, as well as eastern Bangkok and nearby Suvarnabhumi Airport. ”





Remark : Office of Company Secretary Tel. 02 033 2900 ext. 3325

The Company has arranged for the transportation for the shareholders who wish to attend the 2020 Annual General Meeting of Shareholders as per the details provided in the Company's website "www.chularat.com"



**โรงพยาบาลชาร์ต 3 อินเตอร์
(Chularat 3 International hospital)**

88/8-9 ถนนเทพารักษ์ กม.14.5
ต.บางปลา อ.บางพลี จ.สมุทรปราการ 10540
โทร : 02-033-2900



**โรงพยาบาลชาร์ต 9 แอร์พอร์ต
(Chularat 9 Airport hospital)**

90/5 หมู่ 13 ตำบลราชาเทวะ อำเภอบางพลี
จังหวัดสมุทรปราการ 10540
โทร : 02-115-2111



**โรงพยาบาลชาร์ต 11 อินเตอร์
(Chularat 11 International hospital)**

185/1 หมู่ 1 ตำบลบางวัว อำเภอบางปะกง
จังหวัดฉะเชิงเทรา 24130
โทร : 038-500-300-99



www.chularat.com
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