

Insider Information Management Policy

Chularat Hospital Public Company Limited

Chularat Hospital Public Company Limited and its subsidiaries (“the Company”) has established measures to prevent the disclosure and misuse of insider information, as well as to avoid transactions that may give rise to conflicts of interest. Such misuse may adversely affect the Company’s business operations, the Company’s securities or their market price, and create inequality in the access to information, thereby allowing certain individuals to benefit improperly from insider information. To address these concerns, the Company has set forth the following guidelines:

1. The Company has established a Code of Conduct, including an Employee Code of Conduct, covering matters such as conflicts of interest, disclosure of information, the prohibition of insider trading or the use or disclosure of inside information for personal or third-party benefit. This also encompasses the Company’s corporate governance policies, the fair treatment of stakeholders, the rights of shareholders, and the protection of patient confidentiality. These principles are communicated and disseminated to all relevant parties to ensure awareness and compliance.
2. The Company has set a prohibited trading period (Quiet Period) for directors and executives, which applies for 30 days prior to the public announcement of the Company’s financial results, including both quarterly and annual financial statements. During the Quiet Period, directors and executives are prohibited from trading the Company’s securities and from providing any comments or guidance on the Company’s investment outlook, profitability, or performance, except where the disclosure involves factual information that has already been made public.
3. The Company requires the disclosure of securities holdings by directors and executives. Directors and executives are responsible for preparing and reporting their shareholdings in the Company’s securities within one month from the date of assuming office, and within three business days of any subsequent change in such holdings. These reports must be submitted to the Securities and Exchange Commission (SEC) of Thailand and simultaneously notified to the Company Secretary. The Company Secretary shall consolidate such reports and present them as an agenda item for acknowledgment at the next meeting of the Board of Directors.

4. Reporting of Interest: The Company requires directors and executives to prepare and submit reports on their interests, as well as those of related persons, to the Company Secretary. Subsequent reports must be prepared whenever there are changes in such information. The Company Secretary is responsible for maintaining these records and reporting them to the Chairman of the Board, and for notifying the Board of Directors at its meetings for acknowledgment. This process is in compliance with the Securities and Exchange Act B.E. 2535 (1992), as amended by the Securities and Exchange Act (No. 4) B.E. 2551 (2008), and/or Notifications of the Capital Market Supervisory Board. The Company will use such information to monitor and control transactions between the Company and its directors, executives, and/or related persons, ensuring compliance with legal requirements and principles of good corporate governance.

For the purposes of this policy, “Executives” shall have the meaning as defined in the Securities and Exchange Act B.E. 2535 (1992), as amended by the Securities and Exchange Act (No. 4) B.E. 2551 (2008), and/or relevant Notifications of the Capital Market Supervisory Board.

5. Measures in the Event of Insider Information for Personal Benefits

In case of the Company Director: If any director is determined by a regulatory authority to exhibit characteristics that render them untrustworthy to manage a business in which the public are shareholders—pursuant to the Notification of the Securities and Exchange Commission No. GorJor. 8/2553 on the Determination of Untrustworthiness Characteristics of Directors and Executives of Listed Companies—that director shall be deemed disqualified from holding the position of director of the Company in accordance with applicable laws, as well as the rules and requirements issued by the relevant regulatory authorities governing listed companies.

In the Case of the Company Executive or Employee or its Subsidiaries: A central investigation committee shall be established to conduct a fact-finding inquiry and determine appropriate disciplinary measures. If the investigation confirms a violation, the Company or its subsidiaries may issue a formal warning, or may resolve to terminate the employment of the executive or employee, or reassign them to a position that does not provide access to the Company’s insider information or is unrelated to their previous responsibilities. The severity of disciplinary measures shall be determined based on the intent of the violation, the knowledge and professional experience of the individual involved, the gravity of the harm caused, and the impact on the Company. All actions must comply with the Company’s or subsidiary’s internal regulations, applicable laws, and the rules and requirements of the relevant regulatory authorities governing listed companies.

6. Training and Awareness: The Company conducts annual training sessions for Directors and Executives, led by legal experts on the Public Limited Companies Act and the Securities and Exchange Act. The training aims to raise awareness of their roles and responsibilities and to ensure understanding of the legal consequences of insider trading, including the use of insider information for the purchase or sale of securities.

Policy Review and Approval:

This policy was reviewed by the Executive Committee on 13 November 2023 and was formally approved by resolution of the Board of Directors at its 5/2023 meeting on 14 November 2023.

