



Minutes of the Annual General Meeting of the Shareholders 2022
of
Intermedical Care and Lab Hospital Public Company Limited

Date, time, and place

The meeting was held on Saturday, 30 April 2022, 08.30 hrs. At S.D. Avenue Hotel (Pinklao), Pinklao Room, 3rd Floor, No. 94 Borommaratchachonnani Road, Bamrung Subdistrict, Bang Phlat District, Bangkok 10700

Total 14 shareholders attended the meeting in person, holding 108,856,501 shares, or 50.63 percent. There were 58 shareholders assigned a proxy holder, holding a total of 1,409,259 shares or 0.66 percent. Total 72 shareholders attending the meeting in person and via proxy holders held 110,265,760 shares or 51.29 percent of the paid-up 215,000,000 shares. Such number constituted a quorum as per articles of association Article 37. which stated that "In the meeting of shareholders, shareholders and proxies attending the meeting amounting to not less than 25 persons or not less than one half of the total number of shareholders, and in either case such shareholders shall hold shares amounting to an aggregate of not less than one-third (1/3) of all the shares sold of the Company". Accordingly, the chairman of the meeting commenced the Annual General Meeting of Shareholders for the year 2022.

Assoc. Prof. Dr. Thanavath Phonvichai, Chairman of the Board, chaired the meeting ("**chairman of the meeting**").

The chairman welcomed attending shareholders and explained the meeting would be arranged at a minimum duration for the safety of everyone in the meeting. The chairman also informed about the preparation of the meeting place, which was under the meeting requirement set forth by the Stock Exchange of Thailand and the Department of Disease Control, Ministry of Public Health for benefits of shareholders' healthcare and relevant person as follows.

1. To propose the shareholders assigning a proxy holder to reduce the number of attendees.
2. To set a screening point to measure temperature at the entrance of the meeting room.
- 3 To prepare a face mask, one-piece / 1 person
4. To provide alcohol gel in various locations.
5. To reduce the crowd by keep distance at least 2 meters between each seat.

During the meeting, please do as follows:

1. Wear face mask at all time while remaining in the building;
2. Remain on the designated seat to minimize the movement;
- 3 Often wash hand with the alcohol gels provided in various locations;
4. Keep distance between person at least 2 meters;

The chairman opened the meeting and assigned Mr. Mr. Thibdee Mangkalee, the director, to act as a meeting moderator ("**meeting moderator**") to introduce five Inter Medical Care and Lab Public Company Limited directors attending the meeting. The attending directors representing 100 percent of total directors, namely as follows.

1. Assoc. Prof. Dr. Thanavath Phonvichai Chairman of the Board of Directors / Chairman of the Audit Committee/ Independent Director
2. Dr. Sittiwat Kamkatwong Director / Chairman of the Executive Committee / Chief Executive Officer
3. Miss Poramaporn Pavarojkit Director / Executive Committee / Deputy Chief Executive Officer / Chairman of the Corporate Social Responsibility Unit / Member of the Corporate Governance Unit / Member of the Nomination and Remuneration Committee / Member of the Risk Management Committee
4. Mr. Thibdee Mangkalee Director / Chairman of Risk Management Unit
5. Miss Tiwaporn Kuntasuwon Independent Director / Member of the Audit Committee / Member of the Corporate Governance Unit and Chairman of the Nomination and Remuneration Committee
6. Mr. Warokart Tapsanant Independent Director / Member of the Audit Committee / Chairman of the Corporate Governance Unit / Member of the Nomination and Remuneration Committee

Attending directors are as follows.

1. Miss Ratchaneeporn Mokkarawut President of Accounting and Finance and Chief / Acting Accounting Manager / Member of Audit Committee
2. Mr. Witoon Wonglaemsing Assistant CPA of A.M.T. Associates
3. Mr. Phiphat Kittiakkarasathien Independent Financial Advisor, Wellcap Advisory Company Limited
4. Miss Rarisa Klongprakit Independent Financial Advisor, Wellcap Advisory Company Limited
5. Mr. Tonsakul Prajakchit Independent Financial Advisor, Wellcap Advisory Company Limited
6. Miss Sirilux Rahong Company Secretary

Prior to proceeding with the meeting, the chairman thanked Khun Songpon Sukontapong, the volunteer to protect the right of shareholders from the Thai Investor Association, for her attendance. To ensure the transparent vote-counting procedures, the Company assigned OJ International Co., Ltd, to witness the voting procedures.

Then, the meeting moderator informed all shareholders that the Company had invited and informed the information regarding the Annual General Meeting of Shareholders for 2022 to shareholders via 3 platforms.

1. Invitation to the meeting sent via QR Code Scanning to all shareholders by post.
2. Announcement in the newspaper.
3. Publication on the Company's website (www.intermedthai.com)

To ensure compliance with the good corporate governance regarding the voting in the meeting, the meeting moderator explained voting procedures and counting procedures.

1. The decision is based on the majority of votes where one share represents one vote. Any shareholder who has a particular interest in any matters shall not be entitled to vote, except for voting on the election of directors as per Articles of Association clause 41. For the resolution in Agenda 6 regarding the consideration and approval of the investment in the IMH BEARING Hospital project of not less than 600 beds, a vote of not less than two-thirds (3/4) is required. of the shareholders attending the meeting and the resolution of Agenda 9 regarding the consideration and approval of the directors' remuneration for the year 2022 must be passed by a vote of not less than two-thirds (2/3) of the shareholders attending the meeting.

2. The shareholders will vote using the ballot provided for each agenda. The shareholders will mark for agreeing, disagree, or abstain on the ballot and sign his/her name on each ballot to identify the shareholder and ensure transparency. The ballots with disagree or abstain will be collected. After marking on the ballot, raise your hand for the staff to collect the ballot. Those who do not deliver the ballot are deemed as agreed with the resolution.

3. For counting votes, the disagree votes or abstain will be deducted from the total votes of shareholders attending the meeting, while the rest is counted as agreeing for each agenda.

For agree votes of each agenda, the ballots are returned to the company officer after the meeting is adjourned. Such voting procedures are transparent, and ballots are collected from all attendees to ensure transparency.

In order to reduce the risk of spreading COVID-19, if you have any questions about the meeting agenda, we kindly ask you to write your questions on a piece of paper and deliver them to the staff instead of speaking through a microphone. The company will answer the questions in the room. Meeting only on matters related to the meeting agenda

For questions or opinions other than the agenda pending consideration, please raise your questions or opinion in another agenda at the end of the meeting, and please ask a question or give an opinion in summary and please avoid repeating the same question or opinion to allow other shareholders to exercise their rights. We expect your cooperation to enable a smooth process and to maintain the duration within the time frame.

The meeting moderator reported that the Company has allowed shareholders to propose the matter as a meeting agenda and propose a list of persons for nomination as a director. Details, criteria, and procedures of proposing meeting agenda and lists of person for directorship are established on the Company's website from 15 November 2021 to 15 February 2022. No shareholders proposed any matter as a meeting agenda or list of persons for directorship.

When there were no questions raised concerning voting procedures, counting votes, and showing voting results, the meeting moderator proposed to the meeting to consider the agenda as follows.

Agenda 1 **The matter which the chairman of the meeting has informed the meeting.**

The chairman of the meeting welcomed shareholders and thanked everyone for attending the Annual General Meeting of Shareholders 2022 for dedicating their time. Then the chairman of the meeting informed the meeting of the following matters.

1. In 2021, Inter Medical was ranked 4 stars or Very Good with a score of 89 points for its Corporate Governance Report of Thai Listed Companies – GCR 2021 from the Thai Institute of Directors (IOD) and the Stock Exchange of Thailand. Additionally, the Company received 98 points from assessing the quality of the annual general meeting of shareholders 2021 by the Thai Investor Association.

2. The Company operates its business with an emphasis on anti-corruption or corruption. and adhere to morals, ethics, and manage with transparency and responsible to all stakeholders, such as requesting, accepting, offering or giving assets including any other benefits to government officials or any other person doing business with the Company In this regard, the Company has established guidelines for proper conduct of the Board of Directors, management and employees in business ethics. and employee ethics which is part of The Company is in the process of studying to become a member of the CAC Anti-Corruption Sector. has announced the said policy to the Company's employees thoroughly.

The chairman of the meeting allowed shareholders to inquire and express their opinions.

None of the shareholders inquired or expressed opinions.

Resolution: Since the first agenda is for informing purposes, there was no resolution required.

Agenda 2 **To consider and certify the minutes of the Annual General Meeting of Shareholders 2021**

The meeting moderator moved that the minutes of the General Meeting of Shareholders 2021, held on 16 April 2021, be certified. The details of the minutes of the meeting were sent to the shareholders together with the invitation to the meeting.

The meeting moderator allowed the meeting to raise questions or suggestions for revising the content in the minutes of the meeting. When no shareholders raised any questions or suggested revising the meeting minutes, the meeting moderator asked for voting.

The meeting moderator informed the meeting that this agenda must be affirmed by a majority of the votes of attending shareholders who voting.

The meeting passed a resolution to certify the minutes of the General Meeting of Shareholders 2021 held on 16 April 2021 without any amendments, as follows.

Agreed	109,286,960 votes	representing	100.0000%
Disagreed	0 vote	representing	0.0000%
Abstained	0 vote	representing	0.0000%
Voided ballot	0 vote	representing	0.0000%

Resolution: To certify the minutes of the Annual General Meeting of Shareholders held on 16 April 2021.

Agenda 3: To consider and acknowledge the operating results for the year 2021 and approve the annual financial statements ended on December 31, 2021

The meeting moderator Propose the meeting to consider and acknowledge the operating results for the year 2021 and the annual financial statements ending December 31, 2021 in accordance with financial reporting standards. which has been considered by the Audit Committee and has been audited and certified by the auditor Details appear in the Annual Report 2021 under the topic of Financial Statements. which has already been sent in the form of QR CODE to the shareholders together with the invitation letter for this meeting.

The key information was summarised as follows.

Statement of financial position of Inter Medical Care and Lab Hospital Public Company Limited and subsidiary as of 31 December 2021.

Unit: Million Baht

Details	2021	2020	2019
Total Assets	1,180.10	491.20	535.16
Total Liabilities	335.70	56.22	83.56
Total Shareholders' Equity	844.40	434.98	451.59
Total paid-up Capital	107.50	107.50	107.50
Sales and Service Income	942.64	238.21	333.93
Net Income	422.70	(16.61)	10.5
Earnings per Share (Baht / Share)	1.97	(0.08)	0.07

In this agenda, the Thai Investors Association has determined that the Company Report on Anti-Corruption Policy corruption too which the company has given importance to the anti-corruption policy (Anti-Corruption Policy) The said policy has been communicated to directors, executives and employees for acknowledgment through various channels of the company such as public relations boards, E-mail, Line Official and the Company's web site, and has a policy to receive complaints and clues. Whistle blowing to be able to report fraud in multiple channels

The meeting moderator allowed the meeting to raise questions. When no shareholders raised any questions or suggested this agenda, the meeting moderator asked the meeting to vote.

The meeting moderator informed the meeting that this agenda must be affirmed by a majority of the votes of attending shareholders who voting.

After consideration, the meeting approved the annual financial statements ended on December 31, 2021 with the votes.

Agreed	109,286,860 votes	representing	99.9999%
Disagreed	100 votes	representing	0.0001%
Abstained	0 vote	representing	0.0000%
Voided ballot	0 vote	representing	0.0000%

Resolution: Approve the annual financial statements ended on December 31, 2021

Agenda 4 To consider and approve the allocation of net profit for the year 2021 and dividend payment

The meeting moderator In 2021, the consolidated financial statements showed the profit for the year (net profit) amounting to 233.60 million baht and The Company has a policy to pay dividend to shareholders at a rate not less than 40 percent of net profit after tax and net of all reserves required by law based on the separated financial statements. However, the payment of dividend will depend on the cash flow, investment plan, contract terms and conditions that the Company is bound, including legal restrictions, necessity and other matters appropriate in the future. The resolution of the Board of Directors' approval for dividend payment will have to be proposed for approval by the general meeting of shareholders, unless it is an interim dividend payment whereby the Board of Directors has authority to approve the payment. However, such interim dividend payment has to be reported to the shareholders' following meeting. The appropriation of legal reserves to allocate 5 percent of net profit until it reaches 10 percent of the authorized capital.

Approve the appropriation of the net profit as legal reserve and the dividend payment from the Company's operating results during the year 2021 at the rate of Baht 0.90 per share, totaling to the dividend paid from the Company's operating results from the year 2021 of 2,750,000.00 baht (two million seven hundred and fifty thousand baht only) and dividend payment at the rate 0.90 baht per share (ninety satang) per share, number of shares 215,000,000 shares. Total as a dividend for the year-end 2021 from the net profit of the separate financial statements in the amount of not more than 193,500,000.00 baht (one hundred ninety-three million five hundred thousand baht only) (Haven't deducted the shares that the company bought back which is not entitled to receive dividends under the relevant laws). which has no right to receive dividends according to relevant laws) by setting March 21, 2022 as the date for determining the list of shareholders entitled to receive dividends (Record Date) and dividend payment date on May 27, 2022.

The meeting moderator allowed the meeting to raise questions. When no shareholders raised any questions or suggested this agenda, the meeting moderator asked the meeting to vote.

The meeting moderator informed the meeting that this agenda must be affirmed by a majority of the votes of attending shareholders who voting.

After consideration, the meeting considered Approved the allocation of net profit for the year 2021 and dividend payment with the following votes.

Agreed	109,286,960 votes	representing	100.0000%
Disagreed	0 vote	representing	0.0000%
Abstained	0 vote	representing	0.0000%
Voided ballot	0 vote	representing	0.0000%

Resolution: Approve the allocation of net profit for the year 2021 and dividend payment

Agenda 5 To consider and approve the change in the objectives of the use of the capital increase from the IPO for the first time (IPO)

The meeting moderator Intermedical Care and Lab Hospital Public Company Limited (“the Company”) has offered an initial public offering (IPO) from 18-20 December 2019, amounting to 55 million shares at the offering price of 6 per share. baht received money from the total capital increase is approximately 303.10 million baht (after deducting the underwriting fees and underwriting guarantees and other expenses related to the IPO) and the capital increase has been used up until the date December 31, 2021, amounting to 205.61 million baht, the remaining capital increase as of December 31, 2021 December 31, 2021 is equal to 97.49 million baht, which was reported to the Stock Exchange of Thailand on January 21, 2022 as follows:

The purpose of using the money (Unit : Million Baht)	Estimate amount	Amount used until date December 31, 2021	Balance as of December 31, 2021
1. Investment for branch improvement and expansion is approximately 10-25 million baht per branch, not more than 4 branches.	30.00	22.22	7.78
2. Procurement of tools and equipment of the Company and its subsidiaries	100.00	10.29	89.71
3. Repay loans from financial institutions	100.00	100.00	-
4. To use as working capital for business operations	73.10	73.10	-
Total	303.10	205.61	97.49

To provide flexibility in doing business in the future and adapt to the current situation. for the most beneficial financial management Therefore, it is necessary to slow down the purchase of tools and equipment. Because now the company has enough assets for use. If there is a period in which the use of the property increases. The company considers renting tools from outside to replace. Therefore, it is

appropriate to revise the purpose of using the money. which will not affect the Company's business operations as follows:

Previously, the objective of using money item 2 was to purchase tools and equipment of the Company and its subsidiaries in the amount of 89.71 million baht. It is the objective of using money in item 4 to be used as working capital in the amount of 89.71 million baht

The purpose of using the money (Unit : Million Baht)	Estimate amount (million baht)		Balance as at December 31, 2021	Estimated time spent
	Old	new		
1. Investment for branch improvement and expansion is approximately 10-25 million baht per branch, not more than 4 branches.	30.00	30.00	7.78	2022 - 2023

The purpose of using the money (Unit : Million Baht)	Estimate amount (million baht)		Balance as at December 31, 2021	Estimated time spent
	Old	new		
2. Procurement of tools and equipment of the Company and its subsidiaries	100.00	10.29	-	-
3. Repay loans from financial institutions	100.00	100.00	-	-
4. To use as working capital for business operations	73.10	162.81	89.71	2022 - 2023
Total	303.10	303.10	97.49	

The meeting moderator gave the meeting an opportunity to ask questions or comment on this agenda

Ms. Supattra Sittichai (shareholder) asked how much money from (IPO) was left.

Chief Financial Officer said that the money from (IPO) is now 97.49 million baht.

The meeting moderator informed the meeting that this agenda must be affirmed by a majority of the votes of attending shareholders who voting.

After consideration, the meeting considered Approved the change in the objectives of the use of the capital increase from the initial public offering (IPO) with the following votes:.

Agreed	109,286,960 votes	representing	100.0000%
Disagreed	0 vote	representing	0.0000%
Abstained	0 vote	representing	0.0000%
Voided ballot	0 vote	representing	0.0000%

Resolution: Approve the change in the objectives of the use of the capital increase from the IPO for the first time (IPO)

**Agenda 6 To consider and approve the investment in the (IMH Bearing Hospital) project.
No less than 600 beds**

The meeting moderator The investment in IMH BEARING Hospital Project, with not less than 600 beds, by IMH Bearing Hospital Company Limited, a newly established indirect subsidiary of the Company in which Suksawat Medical Company Limited (“PCH”) holds shares representing 80.00 percent of its registered and paid-up capital (“New Company”) for operating hospital business with 30-year land lease, construction of building and operating IMH BEARING Hospital in total amount of not exceeding THB 5,500 million (“Transaction”).

The Transaction is considered as an acquisition of assets pursuant to the Notification of the Capital Market Supervisory Board No. ThorChor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets dated 31 August 2008 (as amended), and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of

Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Assets B.E. 2547 (2004) dated 29 October 2004 (as amended) (the “Notifications on Acquisition or Disposal of Assets”).

The total transaction value calculated based on the Total Value of the Consideration Basis is 466.06% In addition, after combining such transaction values with other asset acquisition transactions of the Company occurring during the past six months prior to the entering into these transactions with a value of THB 23.36 million. The Transaction size by Total Value of Consideration Basis is 468.04% The Transaction constitutes a Class 4 Transaction pursuant to the Notifications on Acquisition or Disposal of Assets, with the transaction value of 100 percent or more. However, the entering into the Transaction does not constitute a backdoor listing on the Stock Exchange of Thailand (the “SET”) pursuant to the Notifications on Acquisition or Disposal of Assets because it falls under the exception of Clause 24 of the Notifications on Acquisition or Disposal where the Transaction meets all the following requirements, the SET may not treat it as a new listing application due to

1. The acquired business is in a similar line of business and supports the business of the Company
2. The Company does not have a policy to make a major change in its main business
3. After the acquisition of assets, the Company still has suitable qualifications for listing on the SET
4. There will be no material change in the composition of the Board of Directors, shareholders or controlling persons of the Company

Therefore, the Company is required to disclose the information memorandum to the Stock Exchange of Thailand (SET), to arrange for a shareholders’ meeting of the Company in order to obtain approval on the entering into the Transaction, whereby the resolution on the matter must be passed by votes of no less than three-fourths (3/4) of the total votes cast by the shareholders attending the shareholders’ meeting and eligible to vote, excluding the votes cast by the interested shareholders, and to appoint an independent financial advisor (IFA) to provide opinion on the appropriateness and the reasonableness of the Transaction to shareholders of the Company.

Please refer to the detail of Information according to the “Notifications on Acquisition or Disposal of Assets” on [Attachment No. 3](#) And please consider the opinion of the independent financial advisor on the asset acquisition transaction. [Attachment No. 4](#)

Furthermore, the Board of Directors deemed it appropriate to propose the Shareholders’ Meeting to consider approving the authorization of the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer to take any arrangements in connection with or necessary for the execution of the investment in IMH BEARING Hospital Project, including to negotiate, enter into, sign and amend the memorandum, agreements, other arrangements, contracts and documents relating to the investment in IMH BEARING Hospital Project, and to set out/change rules, conditions, budgets allocation and change of categories as appropriated with the total budget of not exceeding THB 5,500 million, period and other details necessary for and in connection with the investment in IMH BEARING Hospital Project, as necessary and appropriate under the applicable laws to ensure the successful completion of such arrangements.

Based on the Company’s list of shareholders as of March 21, 2022, which is the record date to determine the names of shareholders entitled to attend the Meeting, the shareholders who are connected

persons and/or interested shareholder are ineligible to vote on this agenda item is Mr. Pornarit Chounchaisit who holds 180,000 shares in the Company.

The meeting moderator gave the meeting an opportunity to ask questions or comment on this agenda

Ms. Supattra Sittichai (Shareholder) asked if the investment used in the construction and that land Need to increase capital?

Chief Executive Officer said that the company has not increased capital for the IMH BEARING Hospital project.

Ms. Supattra Sittichai (shareholder) asked that the mobile part uses full-time employees. and temporary employees, and how much work in this part of the company Continuing to do business or liquidating after the opening of IMH BEARING Hospital

Chief Executive Officer said that the company uses approximately 64 full-time employees and unlimited temporary employees after the opening of the IMH BEARING Hospital, at least 600 beds. The company continues to operate the business.

Ms. Supattra Sittichai (shareholder) asked how much money from the IPO that will be used to build IMH Bearing Hospital, at least 600 beds, is it enough and is it enough?

Chief Executive Officer said that approximately 5,500 million baht is enough to build IMH BEARING Hospital.

Ms. Supattra Sittichai (shareholder) asked that Prachapat Hospital How is the performance and is it full capacity?

Chief Executive Officer said that the capacity is not yet full because Prachapat Hospital is preparing to submit an increased proportion of the gold card

The meeting moderator informed the meeting that The resolution of this agenda must be approved by a vote of not less than three-fourths of the shareholders attending the meeting and casting their votes. Not counting the shareholders' equity with interests

In this regard, from the list of shareholders of the Company as of March 21, 2022, which is the date to determine the list of shareholders who have the right to attend the meeting (Record Date), there are shareholders who have interests who have no right to vote on the agenda. This is Mr. Pornnarit Chuanchaisit, who holds 180,000 shares in the company.

After consideration, the meeting considered Approved the investment in the project of IMH BEARING Hospital not less than 600 beds with the following votes:

Agreed	110,085,460 votes	representing	100.0000%
Disagreed	0 vote	representing	0.0000%
Abstained	0 vote	representing	0.0000%
Voided ballot	0 vote	representing	0.0000%

Resolution: Approve the investment in the IMH Bearing Hospital project. No less than 600 beds and approving the authorization of the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer to take any arrangements in connection with or necessary for the execution of the investment in IMH BEARING Hospital Project, including to negotiate, enter into, sign and amend the memorandum, agreements, other arrangements, contracts and documents relating to the investment in IMH BEARING Hospital Project, and to set out/change rules, conditions, budgets allocation and change of categories as appropriated with the total budget of not exceeding THB 5,500 million, period and other details necessary for and in connection with the investment in IMH BEARING Hospital Project, as necessary and appropriate under the applicable laws to ensure the successful completion of such arrangements.

Agenda 7 To consider and appoint an auditor and determine the audit fee for the year 2022

The meeting moderator proposed to the meeting to consider and approve the appointment of the auditor and to determine compensation for the year 2022 and reported to the meeting the compliance with the articles of association and the Public Company Act 2535, which required that the auditor and auditor's compensation is appointed in the annual general meeting of shareholders. In this year 2022, the auditor and the auditor's remuneration to be proposed to the shareholders for approval. is a new auditor who has been appointed for the first year and has been considered and selected by the Audit Committee and the Board of Directors. which considers the performance, experience, readiness of personnel having acceptable performance standards Auditor's Independence as well as the audit fee It was proposed to the general meeting of shareholders to consider appointing an auditor from the Company. Dharmniti Audit Co., Ltd. to be the Company's auditor for the year 2022 Attachment No. 5 Because they are independent, appropriate, and perform their duties responsibly, as well as having experience and understanding of the business of the group of companies well. In addition, the auditor's remuneration for the year 2022 has been considered, details are as follows:

Audit remuneration details proposed for 2022 as compared to 2021

Unit : Baht

Company	2022	2021	change	(%)
Intermedical Care and Lab Hospital Public Company Limited				
1. Audit Fee	1,430,000	1,750,000	320,000	18.28
2. Non-Audit Fee	Actual cost	27,900	-	-

Details of the auditor

Old	Change to
A.M.T. & Associates	Dharmniti Public Company Limited
1.Mr. Chaiyuth Angsuwithaya Certified Public Accountant No. 3885 and/or	1.Miss. Soraya Tintasuwan Certified Public Accountant No. 8658 and/or
2.Mrs. Natsarak Sarochanunjeen Certified Public Accountant No. 4563 and/or	2. Miss. Sulalit Ardsawang Certified Public Accountant No.7517 and/or
3. Miss. Daranee Somkamnerd Certified Public Accountant No. 5007 and/or	3. Mr. Peradate Pongsathiansak Certified Public Accountant No. 4752
4. Miss. Jarunee Nuammae Certified Public Accountant No. 5596 and/or	
5. Mr. Siramet Akkarachotikunanan Certified Public Accountant No. 11821 and/or	
6. Miss Yaowalak Somprasert Certified Public Accountant No.11902	

The Company's auditor and subsidiary being the same auditor which is independent no relationship or interests with the Company, executives, major shareholders or those related to the person The Company does not pay any remuneration for other services to the auditing firm that the auditor is affiliated with. Persons or businesses related to the auditor and the audit firm that the auditor is affiliated with The auditors are the same for performing auditing in a subsidiary. They are independent, having no relation or interest with the Company and subsidiary, executives, major shareholders, or person related to such person. The Company and subsidiary will not pay compensation for other services to the auditor's company, individual, or business related to the auditor and company where the auditors are designated.

On behalf of Dharmniti Auditing Company Limited to be the Company's auditor for the year 2022 by having any one person to audit and express an opinion on the Company's financial statements. and in the event that the aforementioned certified auditors are unable to perform their duties, the Company shall Dharmniti Audit Limited. Procure other certified public accountants of the company and it is expedient to approve the auditing fee of the Company for the year 2022 in the amount of 1,430,000.00 baht (one million four hundred thirty thousand baht only) as proposed by the Audit Committee. which does not include other service charges related with the details presented above

The meeting moderator allowed the meeting to raise questions. When no shareholders raised any questions or suggested this agenda, the meeting moderator asked the meeting to vote.

The meeting moderator informed the meeting that this agenda must be affirmed by a majority of the votes of attending shareholders who voting.

After consideration, the meeting considered Approved the appointment of Ms. Soraya Tintasuwan, Certified Public Accountant No. 8 6 5 8 and/or Ms. Sulit Atswang, Certified Public Accountant No. 7517 and/or Mr. Peeradej Pongsathien. divinity Certified Public Accountant No. 4752 in the name of Dharmniti Auditing Company Limited as the Company's auditor for the year 2022 by having one person to audit and express an opinion on the Company's financial statements and in the event that the aforementioned certified auditors are unable to perform their duties, the Company shall Dharmniti Audit Co., Ltd. Procure other certified auditors of the company. and it is appropriate to approve the auditing fee of the Company for the year 2022 in the amount of 1,430,000.00 baht (one million four hundred and thirty thousand baht only) with the following votes:, as proposed by the following votes.

Agreed	109,286,960 votes	representing	100.0000%
Disagreed	0 vote	representing	0.0000%
Abstained	0 vote	representing	0.0000%
Voided ballot	0 vote	representing	0.0000%

Resolution: Approved the appointment of Ms. Soraya Tintasuwan, Certified Public Accountant No. 8 6 5 8 and/or Ms. Sulit Ardsawang, Certified Public Accountant No. 7 5 1 7 and/or Mr. Peeradej Pongsathiensak. Certified Public Accountant No. 4 7 5 2 on behalf of Dharmniti Auditing Company Limited as the Company's auditor for the year 2022 and approve the audit fee of the Company for the year 2022 in the amount of 1,430,000.00 baht.

Agenda 8: To consider approve of the re-appointment of directors who retire by rotation and the nomination of a new director

The meeting moderator According to The Public Company Act B.E. 2535 and the Article 18 of the Company's Articles of Association, at the annual shareholders' meeting each year, one-third of the sitting directors would be required to retire upon term completion, whereby such retiring directors were eligible for re-election to serve another term. Out of the total 6 company directors, 2 director due to retire upon term completion at the shareholders, general meeting were as follows:

Name of directors	Position
1. Assoc. Prof. Dr. Thanavath Phonvichai*	Independent Director / Chairman of the Audit Committee / Chairman of the Board
2. Dr. Sittiwat Kamkatwong	Director (Authorized Signatory) / Chief Executive Officer / Executive Chairman

Note : *Assoc. Prof. Dr. Thanavath Phonvichai independent directors served as company director for less than 9 years.

In this regard, the Company has given the opportunity to shareholders to nominate a person who has the right qualifications and does not have any prohibited characteristics. to be considered for election as a director according to the criteria disclosed on the Company's website From November 15, 2021 to February 15, 2022, but no one has submitted a list to the Company. Nomination Committee which does not include directors who have interests Therefore, considering the suitability and qualifications as required by the Public Company Limited Act B.E. 2535 and the announcement of the Stock Exchange of Thailand. Securities and Exchange Commission and the Capital Market Supervisory Board through a thorough scrutiny process with caution regarding the qualifications of the persons who are nominated for the position of directors individually by considering the suitability that will benefit the Company's

operations In addition, the qualifications, knowledge, abilities and experiences of the directors who wish to nominate are diverse. and in line with the Company's business strategy by analyzing skills, experiences, knowledge and expertise that are beneficial to the Company's business. Including the performance of the Company's directors and sub-committees in the past, it is therefore appropriate to propose the above two directors to be re-elected as directors for another term.

The meeting moderator allowed shareholders to raise a question and express their opinions.

The meeting moderator informed the meeting that this agenda must be affirmed by a majority of the votes of attending shareholders who voting.

After consideration, the meeting approved the appointment of 2 directors to continued another term of office as a director. The resolution of each director is as follows.

8.1 Assoc. Prof. Dr. Thanavath Phonvichai: The meeting has a majority of votes from attending shareholders who put the votes as follows.

Agreed	109,104,760 votes	representing	99.8333%
Disagreed	182,200 votes	representing	0.1667%
Abstained	0 vote	representing	0.0000%
Voided ballot	0 vote	representing	0.0000%

8.2 Dr. Sittiwat Kamkatwong: The meeting has a majority of votes from attending shareholders who put the votes as follows.

Agreed	109,286,960 votes	representing	100.0000%
Disagreed	0 votes	representing	0.0000%
Abstained	0 votes	representing	0.0000%
Voided ballot	0 vote	representing	0.0000%
Voided ballot	0 vote	representing	0.0000%

Hence, the Board of Directors comprises of 6 members namely:

1. Assoc. Prof. Dr. Thanavath Phonvichai
2. Dr. Sittiwat Kamkatwong
3. Miss Poramaporn Pavarojkit
4. Mr. Thibdee Mangkalee
5. Miss Tiwaporn Kantasuwon
6. Mr. Warokart Tapsanant

Resolution: Approved for 1. Assoc. Prof. Dr. Thanavath Phonvichai and 2. Dr. Sittiwat Kamkatwong re-elected as directors for another term.

Agenda 9 To consider and approval of the directors' remuneration for the year 2022.

The meeting moderator proposed to the meeting to consider and approve the compensation of directors for the year 2022 and mentioned the compliance with the articles of associations clause 33., which states that the director compensation is paid out in the form of reward, attendance fee, pension, bonus, or another form of compensation as considered by the articles of association, or as deemed by the shareholders' meeting. After consideration on the compensation of directors and sub-committee for the year 2022, the Board of Directors moved to approved the compensation rate as

proposed by the Nomination and Remuneration Committee and agreed to propose the compensation rate of the Board of Directors and sub-committee to the shareholders' meeting starting from 1 January 2022 onwards, until the shareholders' meeting will pass a resolution otherwise.

The director compensation is determined in accordance with the criteria and policy as set forth by the Board of Directors after initial consideration by the Nomination and Remuneration Committee under the operation criteria and responsibility of the directors. The Company has determined the policy on compensation for directors in a precise and transparent approach, and the compensation rate is in a reasonable range.

For the year 2022, The Remuneration Committee has resolved to propose the remuneration budget for the directors not exceeding Baht 5 hundred thousand same as the year earlier, according to remuneration details as follows:

Details	2022	2021	2020
Budget / baht	500,000	500,000	400,000
1. Board of Director			
Chairman	20,000 Baht / Time	20,000 Baht / Time	12,000 Baht / Time
Director (Non-executive)	12,000 Baht / Time	12,000 Baht / Time	10,000 Baht / Time
Director (Executive)	No	No	No
2. The Audit Committee			
Chairman	20,000 Baht / Time	20,000 Baht / Time	12,000 Baht / Time
Director (Non-executive)	12,000 Baht / Time	12,000 Baht / Time	10,000 Baht / Time
Director (Executive)	No	No	No
3. Nomination and Remuneration Committee			
Chairman	20,000 Baht / Time	20,000 Baht / Time	12,000 Baht / Time
Director (Non-executive)	12,000 Baht / Time	12,000 Baht / Time	10,000 Baht / Time
Director (Executive)	No	No	No

The meeting moderator allowed the meeting to raise questions. When no shareholders raised any questions or suggested this agenda, the meeting moderator asked the meeting to vote.

The meeting moderator informed the meeting that the agenda must receive no less than two-thirds (2/3) of total votes from the shareholders who attend the meeting and vote.

After consideration, the meeting passed its resolution regarding the determination of the remuneration for the Board of Directors and committee of the year 2022 in the form of attendance fee not exceeding 500,000.00 baht, starting from 1 January 2022, with the votes as follows.

Agreed	109,286,960 votes representing	100.0000%
Disagreed	0 vote representing	0.0000%
Abstained	0 vote representing	0.0000%
Voided ballot	0 vote representing	0.0000%

Resolution: Approve the determination of directors' remuneration and various committees for the year 2022 in the form of meeting allowances of various committees and other compensation. The total amount does not exceed 500,000.00 baht, starting from January 1, 2022 onwards, as proposed.

Agenda 10 Other business (if applicable)

-None-

The meeting moderator allowed shareholders to express their opinions and suggestions on various matters.

Mr. Songpol Sukonthapong (proxy from the Thai Investors Association) asked that last year was the first year that the main income was significantly from 10.78% of COVID testing services, medical expenses from NSO. 44.92% and social security 18.39%. Asked if the case of coronavirus was endemic and gradually disappearing. How does the company manage to keep the main income?

Chief Executive Officer said that the hospital has adapted to various situations. quickly If the case of covid is endemic The hospital will increase the treatment of cash customers. And there are plans for M&A in the near future. To increase the potential to make more money

Mr. Songpon Sukontapong (a proxy from the Thai Investors Association) asked from the notes to the statement of the civil case that Suksawad Medical Co., Ltd. (subsidiary company) was sued for breach of contract. Claim for damages of 21.28 million baht. Ask about the progress. and there is any material reason why the management thinks that will win the case No provision for debt

The meeting moderator said that because patients who came to receive treatment at Suksawat Medical Co., Ltd. or Prachapat Hospital (PCH) filed a lawsuit against the doctor. and then sued the hospital as well. Such events are considered normal in the hospital business. and in accordance with the procedures of the hospital

Mr. Songpon Sukontapong (a proxy from the Thai Investors Association) asked that the auditor gave a qualified opinion from the M&A acquisition. Prachapat Hospital (PCH) and has inventories at the beginning of the period 5.71 million baht. Ask the management to the accounting department if there is any way to find facts to support. in order to express the opinion of the auditor accurately and unconditionally.

The meeting moderator said that because the company Acquired Suksawad Medical Co., Ltd. or Prachapat Hospital (PCH) in April 2021, therefore did not inspect the inventories in January 2021. The auditor wrote that he did not check in the notes to the financial statements.

Mr. Songpon Sukontapong (a proxy from the Thai Investors Association) asked if the accrued income of Prachapat Hospital and occupational medicine from social security / NHSO, totaling more

than 272 million baht in the notes to the statement item 8. Ask the executives whether What are the significant risk factors? that causes no additional income from social security / NHSO and how long does it take for the hospital to recognize the additional income from which has been set up to withdraw

The meeting moderator said that because it was doing business with the government, it was normal. because it has to be set to withdraw Therefore, there are no significant risk factors.

Mr. Songpon Sukontapong (proxy from the Thai Investors Association) asked that from the notes to the statement No. 13. PCH's subsidiary paid a dividend of 192.6 million baht, would like to know the dividend payment policy of PCH's payout ratio in the long term. how

The meeting moderator said that the long-term payout ratio of PCH's dividend policy is about 40% of net profit.

Mr. Songpon Sukontapong (proxy from the Thai Investors Association) asked about the investment in the IMHB project, which is a large project. Inquire about the highlights What is the clear distinction of this project over neighboring competitors? and because it is a new hospital There is no customer base. It takes a long time to break event. The company plans for personnel who are shortage of medical and nursing staff. including the entry of new customers?

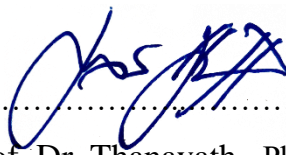
Chief Executive Officer said that IMH Bearing Hospital is a hospital located on an area of 12 rai, next to BTS Bearing Station, which is a prime location. on the south side of Bangkok and adjacent to Samut Prakan Province by targeting the middle - high cash customer base, which is estimated to have a population of about 5 million people in the area. and with being a large hospital Therefore, it can attract medical personnel to work without a shortage

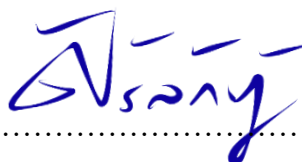
Mr. Songpon Sukontapong (proxy from the Thai Investors Association) asked that from the former focusing on occupational medicine. And last year, it acquired a 100-bed hospital business, which is a full-service hospital business. Ask how the Business Model will be What areas will be highlighted in the next 5 years and will the company undertake any M&A (if IMHB is successful)?

Chief Executive Officer said that the company has a policy to M&A on a regular basis. and manage costs from M&A appropriately

Mr. Hangchai Akkhawasakul (proxy) added that Acknowledgment of the vision of the management was recognized and glad and supported with a sincere heart. Please be dependent on the people around you. and would like to acknowledge the benefits of listed companies raising funds in the stock exchange Get 2 pure money to build a business, transactions that will benefit the company. The reason is called 2 pure money, which is the 1st pure money that comes from investment The shareholder makes a living to buy shares of the Company. He is pure money. The second pure part is that this investment does not pay interest.

The Meeting adjourned at 09.49 hrs

Signature  Chairman of the meeting
(Assoc. Prof. Dr. Thanavath Phonvichai)

Signature.....  Company Secretary
(Miss Sirilux Rating) Person recording minutes of the meeting