



The Annual General Meeting of Shareholders  
For the Year 2023

Sikarin Public Company Limited

Wednesday, 19 April 2023 at 9.00 a.m.

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Sikarin Grand Room, 8<sup>th</sup> Floor, Building 3

SIKARIN HOSPITAL

No. 976 Lasalle Road, Bangna Tai Sub-district,

Bangna District, Bangkok 10260

\*No souvenirs provided to in line with the guidelines of the Office of the Securities and Exchange Commission has campaigned to reduce / stop the distribution of souvenirs at the general meeting of Shareholders.

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SorKor. 0253/2023

15 March 2023

**Subject:** Invitation letter to the Annual General Meeting of Shareholders for the Year 2023

**To:** Shareholders

**Enclosure:**

1. Copy of the minute of the Annual General Meeting of Shareholders for the Year 2022
2. Annual Report for the Year 2022
3. Profile of Proposed Auditors
4. Profile of nominees for election as directors of the Company
5. Proxy Form A, B, and C.
6. Information of Independent Directors who are proxies and definitions of Independent Directors
7. Procedures and Conditions for Registration, Appointment of Proxy, and Vote Casting
8. Company's Articles of Association relating to the Meeting of Shareholders.
9. Map of the Meeting Venue
10. Question forms for the Annual General Meeting of Shareholders for year 2023

The Board of Directors of Sikarin Public Company Limited has resolved to call the Annual General Meeting of Shareholders for the Year 2023 on Wednesday, 19 April 2023 at 9:00 a.m. at Sikarin Grand Room, 8th floor, Building 3, Sikarin Hospital, located at No. 976, Lasalle Road, Bangnatai Subdistrict, Bangna District, Bangkok 10260, with the agenda as follows:

**Agenda 1 Topic report by the Chairman**

**Agenda 2 To consider and approve the minute of the Annual General Meeting of Shareholders for the Year 2022.**



**Facts and reasons** the Annual General Meeting of Shareholders for the Year 2022 was held on Monday, 18 April 2022. The Company had prepared the minutes of the Annual General Meeting of Shareholders for the Year 2022 and had already submit to the Stock Exchange of Thailand and Ministry of Commerce within the timeframe proscribed by law and had already published it on the Company's website. The details are appearing in the copy of the minutes of the Annual General Meeting of Shareholders for the Year 2022 sent to shareholder along with the invitation letter of this meeting (*Enclosure No. 1*)

**The Board's Opinion** the Board of Directors deems it appropriate to propose to the meeting to certify the minutes of the Annual General Meeting of Shareholders for the Year 2022 as the Board was of opinion that the said minutes were completely and accurately recorded with all the necessary information of all agenda items.

**Voting** This agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes

**Agenda 3 To acknowledge the Company's operating results for the Year 2021.**

**Facts and reasons** the Company has summarized the Company's performance and its significant changes in the year 2022 in the Company's Performance Report for the year 2022, details as shown in the Annual Report, delivered in advance to the shareholders together with the invitation letter for this meeting (*Enclosure No. 2*)

**The Board's Opinion** the Board of Directors deems it appropriate to present the Company's operating results for the Year 2022 for the shareholders to acknowledge.

**Voting** This agenda is for shareholders' acknowledgment; therefore, voting is not required.

**Agenda 4 To consider and approve reports and financial statements for the year ended 31 December 2022.**

**Facts and reasons** According to Section 18 of the Company's Articles of Association and Section 112 of the Public Limited Company Act B.E. 2535 (1992) (as amended), the Company shall prepare its financial statements at the end of the fiscal year of the Company and arrange for them to be audited and certified by the auditor prior to proposing for shareholders' approval. The Balance Sheets and Profit-Loss Statements for the year ended 31 December 2022 as shown in the Annual Report have been audited by the auditor and reviewed and endorsed by the Company's Audit Committee. Details are as appeared in the Financial Statements section of the Annual Report for the Year 2022, which are sent to the shareholders with this Invitation of this meeting (*Enclosure No. 2*). Details of which can be summarized as follows:

Unit: million Baht

Description	Consolidated Financial Statement		Separated Financial Statement	
	2022	2021	2022	2021
Total Asset	8,818.21	8,089.66	7,385.86	6,832.94
Total Liabilities	1,919.82	2,503.45	1,543.02	1,900.86
Shareholder's Equity	6,898.39	5,586.21	5,842.84	4,932.08
Total Revenue	5,711.25	6,377.34	4,365.69	4,705.59
Net Profit	1,708.05	1,396.45	1,322.33	921.99
Profit per share	0.49	0.70	0.35	0.46

(Baht/Share)

**The Board's Opinion** the Board of Director deemed appropriate for the shareholders' meeting to approve the reports and financial statements for the year ended 31 December 2022 which has been audited and certified by the Company's auditor and it has been considered by the Audit Committee and the Board of Directors.

**Voting** This agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

**Agenda 5** To consider and approve the payment of dividend from the operating results for the year 2022.

**Facts and reasons** In order to comply with the Public Limited Companies Act B.E. 2535 (as amended), Section 115, which stipulates that dividend payments must be approved by the shareholders' meeting unless it is an interim dividend payment that the Board of Directors has the power to approve the dividend payment and report to the shareholders' meeting for acknowledgment in the next shareholders' meeting. According to the Company's dividend payment policy, dividend payment from net profit is not more than 70 percent, the Company's net profit after corporate income tax and other reserves according to the law and set by the company each year. The consideration is based on the separate financial statements. However, the dividend payment is subject to cash flow, investment plans, terms and conditions of various contracts. to which the company is bound including legal restrictions other necessity and suitability.

**The Board's Opinion** Based on the performance and financial position of the Company in 2022, the consolidated financial statements showed the net profit of the Company in the amount of 1,723,751,187 Baht and the separate financial statements showed the net profit of the Company in the amount of 1,322,327,900 Baht. Therefore, the Company proposed that the dividend will be paid based on the performance in 2022 to the shareholders of 2,057,828,649 shares (total shares of 2,064,328,649 shares deducted by share repurchase of the Company in the amount of 6,500,000 shares) at the rate of THB 0.16 per share, being the amount not exceeding 329,252,583.84 Baht or equivalent to 24.90% of the net profit of the separate financial statements of the Company which is in the line of the policy of the Company to pay the dividend.

In this regard, the Company has already paid an interim dividend once on 8 September 2022 at the rate of 0.08 Baht per share, representing an amount 164,626,291.92 Baht, so the remaining dividend will be paid from the operating results of the last 6 months of the year 2022 at the rate of 0.08 Baht per share, total amount not exceeding 164,626,291.92 Baht.

The Company has set the Record Date to determine the name of shareholders who are entitled to receive the dividend on 27 April 2023 and set to pay the dividend on 10 May 2023.

However, the rights to receive such dividend is still uncertain until the proposal has approved in the Annual General Meeting of Shareholders for the Year 2023.

The table comparing the dividend payment for the year 2023 with the previous year is as follows:

Detail of the Dividend Distribution	2022	2023 (proposed year)
Net Profit for the year on separated financial statement (Baht)	921,986,596	1,322,327,900
No. of registered shares (Shares)	2,057,828,649	2,057,828,649
Total dividend paid per share (Baht/share)	0.12	0.16
Dividend payout ratio compared to net profit (percentage)	26.97	24.90

**Note:** The Company has already set up a reserve fund of 10 percent of the registered capital as required by law

**Voting** This agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

**Agenda 6 To consider and approve the appointment of an auditor and auditing fees in 2023.**

**Facts and reasons** According to Section 19 of the Company's Articles of Association and Section 120 of the Public Limited Company Act B.E. 2535 (1992) (as amended), the appointment of the Company's external auditors and the audit fees shall be approved at the annual general meeting of shareholders, and Section 121 which states that an auditor must not be a director, an employee or hold any position in the company. In addition, a notification from the Capital Market Supervisory Board imposes limits on an appointment of individual external auditors (but not the audit firm) at listed companies to no more than seven (7) fiscal years, therefore, other individual external auditors from the same audit firm shall be appointed. However, the auditor shall be re-appointed after five (5) fiscal years interval break.

**The Audit Committee's opinion:** The Audit Committee carefully sought the appropriate auditor by considering a number of key qualifications such as competency, experience, independency, etc. and also considered the suitable remuneration commensurate to the auditor's duty and responsibility, and expressed their opinions to the Board of Directors to propose the appointment of Dharmniti Auditing Company Limited by the following auditors as the Company's auditor for 2023:

Names of Auditors	CPA Registration No.	Number of years as an auditor of the Company
1. Miss Potjanarat Siripipat	9012	5 Times 2018 - 2022
2. Mr.Thanawat Piboonsawat	6699	4 Times 2019 - 2022

Any of the above auditors or other auditors of Dharmniti Auditing Company Limited is authorized to conduct the audit and express an opinion on the Company's financial statements. Profiles of the proposed auditors are provided in Enclosure 3. Together with this, the Audit Committee also proposed the 2023 audit fee in the amount not exceeding 1,540,000 Baht, increasing by 100,000 Baht from the year 2022. Details of the audit remuneration proposed for 2023 as compared to 2022 are as follows:

Audit Fee	2022	2023 (Proposed Year)
Annual Audit Fee	1,440,000	1,540,000
Other Expense	80,000	80,000

Dharmniti Auditing Company Limited and the above auditors are proposing to audit the Company. The auditors have qualifications that comply with the guidelines of the Securities and Exchange Commission and have no relationship or a conflict of interest with the Company / subsidiaries / executives / the major shareholders or the related person of such and not the shareholder of the Company. The said auditor is accordingly independent to audit and comment the Company's financial statements.

Dharmniti Auditing Company Limited will be proposed as the auditors in the year 2023 of the Company's subsidiaries i.e. SKR Management Co., Ltd. and Sikarin Hadyai Hospital Co., Ltd., with the totaling amount of audit fee of 1,344,000 Baht.



**The Board's Opinion** The Board of Directors agreed with the Audit Committee to propose the Shareholders' Meeting to appoint Dharmniti Auditing Company Limited by Miss Potjanarat Siripipat, Registration Number 9012 or Mr. Thanawut Piboonsawat, Registration Number 6699 as the Company's auditor for 2023. In this regard, one of such persons shall audit and give an opinion to the financial statements of the Company. In case such auditors could not perform the work as the Company's auditors, the audit firm shall provide other certified public accountants to carry out the work. and determined their remuneration of auditing fee of the Company for the year 2023 to be 1,540,000 Baht, increasing by 100,000 Baht from the year 2022.

**Voting** This agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

**Agenda 7      To consider electing company directors to replace those who retire by rotation.**

**Facts and reasons** According to the Company's Articles of Association, Article 9 and Section 71 of the Public Limited Companies Act, B.E. 2535 (including the amendments) stipulating that every annual general meeting one third of the directors must retire by rotation. However, the retiring directors may be re-elected to serve as new positions. The Company's Board of Directors consists of 15 directors, therefore, the 5 directors who retire by rotation this year are:

- |  |   |
|--|---|
| 1. Mr. Seni Chittakasem                | Chairman and Chairman of the Enterprise Risk Management Committee (Independent Director)          |
| 2. Air Chief Marshal NipatWuttironarit | Director / Director of Recruitment Committee (Independent Director)                               |
| 3. Mr. Vichya Kreangam                 | Director / Director of Audit Committee/ Director of Compensation Committee (Independent Director) |
| 4. Mr. Senee Krajangsri                | Director / Executive Director   |
| 5. Mr. Suriyan Kojonroj                | Director / Executive Director   |

The Company had announced on its website providing an opportunity to shareholders to nominate qualified persons to be elected as Directors from 10 January 2023 – 10 February 2023. However, there is no shareholders had nominated a qualified person to be elected as the Company's director.

Recruitment Committee (Excluding directors with interests) have considered the appropriateness and qualifications as according to the Public Company Act 1992 (including amendments), the announcement of the Stock Exchange of Thailand Securities and Exchange Commission and the Capital Market Supervisory Board and the Nominating Committee has considered the selection of each director individually. In which the Recruitment committee with vested interests do not vote for themselves. According to the criteria and method of recruiting people to be considered as directors by considering the appropriateness that will be beneficial to the Company's operations. In addition, the qualifications, knowledge, capabilities, and experience of the directors wishing to recruit are diverse and in line with the Company's business strategy by using the analysis of skills, experience, knowledge, and expertise of the committee, in addition, it is appropriate to nominate the following persons. For the Board of Director to consider and propose to the Annual General Meeting of shareholders to consider the election as a director.

- |  |   |
|--|---|
| 1. Mr. Seni Chittakasem                | Chairman and Chairman of the Enterprise Risk Management Committee (Independent Director)          |
| 2. Air Chief Marshal NipatWuttironarit | Director / Director of Recruitment Committee (Independent Director)                               |
| 3. Mr. Vichya Kreangam                 | Director / Director of Audit Committee/ Director of Compensation Committee (Independent Director) |
| 4. Mr. Senee Krajangsri                | Director / Executive Director   |
| 5. Mr. Suriyan Kojonroj                | Director / Executive Director   |

**The Board's Opinion** The Board of Directors, excluding the directors with interests, has consider the qualifications of the persons nominated for directorship were considered individually. Both professional skills and specialization that are beneficial to the company's business. This includes their performance as a director and committees in the past. As well as having qualifications and not having prohibited characteristics according to the Public Limited Companies Act 1992, Company Articles, Charter and Regulations of the Office of the Securities and Exchange Commission. And it was deemed appropriate to propose that the shareholders' meeting consider electing 5 directors who were retired by rotation to resume their positions as directors of the Company for another term.

Moreover, the nominated person does not hold a position as director / executive in other businesses that may cause a conflict of interest with the Company and attached the biography of the person nominated to be the Director are shown in Enclosure No. 4.

**Voting** This agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes. According to the following criteria and methods

- (1) One shareholder shall have one vote for each share.
- (2) Each shareholder shall exercise all the votes he/she has under (1) to appoint one or several persons(s) to be director(s), provided that he/she cannot divide his/her votes to any person to any extent;
- (3) Persons receiving the most votes are those who are elected to be directors, in descending order, to the number of directors who are to be elected. If there is a tie in the last to be elected and this exceeds the said number of directors, the presiding chairman shall have an additional casting vote.

To follow the Good Corporate Governance Principles, the Company provides opportunities for shareholders to vote on individual nominee by proposing the shareholders meeting to cast the vote on an individual basis. The candidates shall be ranked in order descending from the highest number of votes received to the lowest and shall be appointed as Directors in that order until all the Director positions are filled.

**Agenda 8      To consider and approve the Directors' Remuneration of the year 2023.**

**Facts and reasons** According to Section 90 of the Public Limited Company Act B.E. 2535 (1992) (as amended), the company shall not pay money or any other property to the directors, except payment as remuneration under the articles of association of the company. In the case where the articles of association of the company contain no provision on said matter, payment of remuneration under paragraph one shall be in accordance with the resolution of the meeting of shareholders, supported by votes not less than two-thirds of the total votes of shareholders present.

The Compensation Committee has carefully considered the directors' remuneration, taking into account the operating results and growth prospect for the Company, performances, authority, duty, and responsibility scope, as well as, the financial liquidity position, and such factors posing possible impacts on both the company and overall economic situation, together with performance of individual directors. Consideration was also given to the budget amount approved by the shareholders' meeting, the remuneration amount for the previous year and the comparison with other companies in similar businesses. For the year 2023, The Compensation Committee has resolved to propose the remuneration budget for the Board of Directors and sub-committee not exceeding 12,000,000 Baht, comprising of monthly retainer fee, meeting allowance, bonus and per diem, same as the year 2022 as follows:

Director	2022			2023 (Proposed Year)		
	Monthly Retainment Fee	Meeting Allowance	Bonus	Monthly Retainment Fee	Meeting Allowance	Bonus
<b>Board of Director</b>						
Chairman	-	360,000	✓	-	360,000	✓
Vice Chairman	-	1,080,000	✓	-	1,080,000	✓
Member	-	3,960,000	✓	-	3,960,000	✓
<b>Audit Committee</b>						
Chairman	-	40,000	✓	-	40,000	✓
Member	-	80,000	✓	-	80,000	✓
<b>Other Sub Committees</b>						
Chairman	-	-	-	-	-	-
Member	-	-	-	-	-	-

Moreover, the remainder after deduction of position allowance and meeting allowance for the year 2023 would like to ask the Chairman of the Board to consider other remuneration but the total does not exceed 12,000,000 Baht.

**The Board's Opinion** The Board of Directors, with recommendation of the Compensation Committee deems it appropriate to propose to the meeting to approve the Directors and Sub-Committees Remuneration for the year 2023 in form of meeting allowance and other considerations in the amount of not exceeding 12,000,000 Baht which is equal to last year.

**Voting** This agenda must be approved by a vote of not less than two-thirds of the total number of votes of the shareholders who attend the meeting.

**Agenda 9 To transact other matters (if any)**

**Facts and reasons** According to Section 105 of the Public Limited Company Act B.E. 2535 (1992) (as amended), the shareholders holding shares amounting to not less than one-third of the total number of sold shares may request the meeting to consider other matters in addition to those specified in the notice of meeting. In addition, this agenda is designated so that shareholders can raise query and/or express comments to the Board and/or request the Board to provide explanation.

**The Board's Opinion** The Board of Directors deems it appropriate to include this agenda to allow any shareholder to the meeting to consider matters other than those determined by the Board of Directors for this Meeting and to allow shareholders to raise query and/or express comments to the Board and/or request the Board to provide explanation.

The Company had invited the shareholders to propose agenda for the Annual General Meeting of Shareholders for the Year 2022 in advance from 10 January 2023 to 10 February 2023. There were not any proposed items on the agenda from the shareholders.

The date on which the recorded shareholders have the right to attend the Annual General Meeting of the Shareholders for the Year 2022 (Record Date) is 3 March 2023.

The Company would like to invite the shareholders of Sikarin Public Company Limited to attend the meeting on the date and location in which the Company has published an invitation letter of the meeting and documents related to this meeting on the Company's website ([www.sikarin.com](http://www.sikarin.com)) from 15 March 2023 to provide shareholders with opportunities to consider various agendas. On the meeting day, the Company will open for registration to attend the Annual General Meeting of Shareholders for the year 2022 from 7.00 a.m.

Shareholders who attending the meeting in person. Please bring your ID card to show. As for any shareholder who cannot attend the meeting in person and wishes to appoint another person to attend and vote in this meeting. Please fill in and sign the proxy form (Form A or Form B only) according to the attached proxy form. (Enclosure No. 5 with 20 Baht stamp duty attached) with attachments or evidence showing an identity of the shareholder or a representative of the shareholder entitled to attend the meeting and bring it to the meeting before the start of the meeting.

For foreign shareholders who appointed a custodian to manage your account, please use any of Proxy Form A, Form B or Form C (only foreign shareholders as registered in the registration book who have custodian in Thailand). Shareholders who would like to use Proxy Form C may contact the secretary or download only one of the three Proxy Forms: Form A, Form B or Form C from the Company's website ([www.sikarin.com](http://www.sikarin.com)).

Any shareholder who is unable to attend the shareholders' meeting can may give proxy to one of the Company's independent directors from and among the following Independent Directors:

- **Mr. Pramuanchai Taweeseedt Age 66 years old**

Address: 333/343 Soi Prachachuen 10 (Garden City Lagoon Village) Thung Song Hong Subdistrict, Lak Si District, Bangkok 10210

- **Mr. Kasidit Ajanant Age 42 years old**

Address: 39 Soi Suksawat 23, Bang Pakok Subdistrict, Rat Burana District Bangkok 10140

(Please see details of independent directors who are proxies according to Enclosure No. 6)

The Company would like the shareholders to know and comply with the conditions and the method of registration for the shareholders' meeting attendance, proxy and voting as specified in the documents. (Enclosure No. 7) and for the convenience of registration, please bring a registration form for the meeting to confirm your attendance.

For the Shareholders to receive the utmost benefit from the Meeting including to reserve the Shareholders' privileges, if any Shareholders would like the Company to give explanation for the issues relating to this proposed agenda, questions can be sent in advance to email: [ir.sikarin@sikarin.com](mailto:ir.sikarin@sikarin.com) or Facsimile No. 0-2366-9907.

To facilitate, the Company has attached the map for the meeting venue for your information (Enclosure 9).

By the Board of Director's resolution



(Mr. Suriyan Kojonroj)

Company Secretary

For more information, please contact : Mrs. Parinda Vongsakul  
Company Secretary Office Tel. 02-366-9900 ext. 20908 Fax. 02-366-9907

**Minute of the Annual General Meeting of Shareholders for the year 2022**  
**of**  
**Sikarin Public Company Limited**

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The Annual General Meeting of Shareholders for the year 2023 of Sikarin Public Company Limited ("Company"). meeting on Monday 18 April 2022 at 9:00 am, at Sikarin Grand Room at the 8th Floor, Building 3 Sikarin Hospital, No. 976 Lasalle Road, Bangnatai, Bangna District, Bangkok 10260.

There were 45 shareholders attending the meeting in person representing a total of 485,758,682 shares and 86 shareholders given proxy to attending the meeting representing a total of 1,114,590,329 shares from the total number of shares issued. The number of shares attending the meeting equal to 2,057,828,649 shares or representing 77.7688 percent, which is more than 1 in 3 of shares outstanding. Quorum in accordance with Article 16 of the Company.

The meeting commenced at 9:00 am. by Mr. Seni Chittakasem, Chairman of the Board, acting as the Chairman of the meeting ("Chairman"). Before commencing the meeting, the Chairman introduced the Board of Directors, Executive Advisors, and other participants that will serve to answer shareholders' inquiries with the following names:

**Directors attending the meeting** in total of 15 persons, accounted for 100 percent of the total number of directors.

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|----------------------------------|--|
| 1. Mr. Seni Chittakasem          | Chairman of the Board of Director / Independent Director / Chairman of The Enterprise Risk Management Committee            |
| 2. Pol. Lt. Gen. Jarax Sangtawee | Vice Chairman / Chairman of the Executive Committee  |
| 3. Mr. Sakchai Tanaboonchai      | Vice Chairman / Independent Director / Chairman of the Compensation Committee / Director of the Enterprise Risk Management |
| 4. Dr. Atirat Charoonsri         | Director / Executive Director / Managing Director  |
| 5. Mr. Sanya Sarayudh            | Vice Chairman / Executive Director   |



6. Mr. Pramuanchai Taweeseedt	Independent Director / Chairman of the Audit Committee
7. Mr. Jarun Wiwatjesadawut	Director / Chairman of Director of the Recruitment Committee
8. Mr. Chaisith Viriyamettakul	Director / Director of the Enterprise Risk Management
9. Mr. Sucheep Boonveera	Director / Executive Director
10. Mr. Senee Krajangsri	Director / Executive Director / Chief Financial Officer
11. Mr. Kasidit Ajanant	Independent Director / Director of Audit Committee
12. Dr. Vichya Kreangam	Independent Director / Director of the Recruitment Committee / Director of the Compensation
13. Dr. Tim Noparumpa	Director / Director of the Recruitment Committee / Director of the Compensation
14. Air Chief Marshal Nipat Wuttironarit	Independent Director
15. Mr. Suriyan Kojonroj	Director / Executive Director / Company Secretary

#### **Other Participants**

1. Gen. Viroj Sangsnit	Chief Advisor of the Board Directors
2. Mrs. Parinda Vongsakul	Assistance to Company Secretary / Administrative Office Director
3. Mr. Amnart Klaithai	Advisor of Board of Director
4. Mr. Surasak Suttamas	Chief Administrative Officer
5. Dr. Sawitree Jantanalaj	Sikarin Hospital Director
6. Dr. KhetSophon Chatwattanakul	Sikarin Samut Prakan Hospital Director
7. Dr. Somchai Tangpaisan	SikarinHatyai Hospital Director
8. Miss Ployphan Wisetsinthop	Assistance to Company Secretary
9. Miss Chanakarn Yodying	Assistance to Company Secretary
10. Financial Advisor from Siam Alpha Capital Company Limited	
11. Legal Advisor from Insight Legal Company Limited	
12. Auditor from Dharmniti Auditing Company Limited	

The Chairman informed the meeting that the Annual General Meeting of Shareholders for the year 2022 has 9 agenda as detailed in the Invitation Letter sent to the Shareholders

to study information before the meeting. Before entering the meeting agenda, the Chairman assigned Mr. Suriyan Kojonroj, Director / Executive Director / Company Secretary to notify the guidelines for conducting the meeting under the epidemic situation of the new species of Coronary Virus 2019 (COVID-19) and meeting procedures. For the shareholders to be informed of the voting procedures in this meeting.

Mr. Suriyan Kojonroj, Director / Executive Director / Company Secretary notify the meeting that the Company has prepared measures to address the risk of transmission of COVID-19 as follows:

- (1) The Company provides a screening point to collect the history of body temperature check and ATK examination at the entrance of the building and the entrance of the meeting room. By asking for cooperation from all shareholders and proxies who have returned from high-risk countries or provinces with high-risk groups or have a fever or have respiratory symptoms. Please appoint an independent director of the Company or others to attend the meeting instead.
- (2) The Company has arranged seats for meeting attendees, Executives, and employees of the Company. With distance not less than 1 meter.
- (3) The Company has prepared a hand sanitizer gel for all attendees at the meeting room area.
- (4) The Company requests cooperation from all participants in wearing a mask during the entire meeting room.

When inquiring about the details of the agenda, the Company ask shareholders to write questions including specifying the sequence of the agenda together with the name and surname of the shareholder or the proxy on the paper that was given instead of using a microphone and pass to the Company's staff. The Company will answer the question within that Agenda or in Agenda 9. In the case that the Company saw that the meeting took too long, the Company will answer the remaining questions on the Company's website or email the answer to the shareholder or proxies.

For the meeting and voting procedures, the Company has used the E-Register and E-Voting program of the Securities Depository under the operation of the TSD's staff Stock Exchange of Thailand used to register and count the votes in the meeting

Voting and vote counting practices for each agenda item are as follows:

- (1) The meeting will proceed according to the order of the meeting agenda as notified to everyone in advance. by Voting at this meeting, It's an open voting. Not secret voting. This is to ensure transparency in voting. before voting in each agenda. The Company will ask the shareholders to sign their names on the ballots.
- (2) In voting for each agenda, the Company's officers will collect the ballots from the shareholders. And sent to the officers of the Securities Depository to record the voting and processing. In the case of shareholders who do not submit ballots for each agenda The vote counting program is considered agreed in that agenda.
- (3) The ballots in the following manner are considered voided cards.
  - Ballots that have been marked more than one channel
  - A ballot with a crossed out without signature, so in case the shareholder wishes to amend the vote, the shareholder must always cross out the original and sign it.
- (4) When processing finished, Company Secretary will announce the results of the vote counting and summarize the results of the voting on the matter. The result of the vote count shall be the votes that include the votes of the shareholders attending the meeting, both by themselves and by proxy. Each agenda will use the number of shares of the latest attendees in that agenda.
- (5) For shareholders who want to return first or not in the meeting room for any agenda. Shareholders can use their rights by sending a ballot in advance to the staff at the counting table located at the entrance gate.
- (6) In this, the shareholders who made the proxy form to attend the meeting and as a voting form according to the wishes of the shareholders, the Company will bring the score of that shareholder in each agenda included in the above method. As for shareholders who have proxies but did not specify how to vote requesting the proxy to vote according to the method informed. Including the case of amendment, amendment or addition of any facts, the proxies are entitled to consider and vote on behalf of the grantor in all respects as appropriate. The proxies are requested to vote in accordance with the method provided.
- (7) In order to comply with Article 17 of the Company's Articles of Association, voting for Agenda 2, Agenda 4, Agenda 5, Agenda 6, and Agenda 7 must be approved with a majority vote of the total number of votes of the shareholders. The shares

that attend the meeting and vote are the counting of votes of the shareholders in that agenda and will not count those who abstain and lose the card as the base for counting votes.

- (8) As for voting for Agenda 8, which must pass a resolution of not less than two-thirds of the total votes of the shareholders who attend the meeting will count the votes of "agree", "disagree", "abstain", including invalid ballot as the base for counting votes.
- (9) In counting votes, 1 share shall be counted as 1 vote, in the case that the shareholder has a special interest in any matter. Such shareholders will not have the right to vote on that matter.
- (10) Consideration of any agenda that requires resolution, which may take time to collect points will consider proceed to the next agenda item before knowing the result by inserting the score report as soon as the vote count is finished.

To ensure transparency in vote counting, the Company invites legal advisor and ask for 2shareholders or proxies to nominate as vote counting committees.

- |                                |               |
|--------------------------------|---------------|
| (1) Ms. Suthinee Chetchaowalit | Legal Advisor |
| (2) Ms. Kamolthip Sukaram      | Proxies       |
| (3) Ms. Sakulrat Muangon       | Proxies       |

For the Annual General Meeting of Shareholder Year 2022, the Company gave the shareholders an opportunity to propose matters to be included in the meeting agenda and nominate a person to be elected as a director before the meeting in advance between 28 December 2021 to 31 January 2022.It appears that no shareholders propose matters for inclusion as an agenda or nominate a person to be considered as a director in any way.

In addition, the Company has posted the invitation letter to the Annual General Meeting of the Shareholder Year 2022 on the Company's website and report to the Stock Exchange of Thailand Since 23 March 2022, to give shareholders the opportunity to consider various agendas before today's meeting.

The Chairman began the process of meeting in each agenda as follows:

## **Agenda 1 The Chairman informed the meeting**

The Chairman informed the meeting as follows: Currently, the COVID-19 virus, the new omicron species, is still in the midst of an epidemic. This is a situation that affects the direction and policy of business operations. There is also a war situation between Russia and Ukraine, which caused impacts around the world including Thailand in many respects. For the economy, this war made the price of oil more expensive resulting in inflation and affecting exports causing economic boycott and the suspension of travel, etc. Another impact is tourism. In the past, many tourists from Russia and Ukraine have been to the Eastern part of Thailand, so it is important to monitor the impact of inflation, lack of resources, oil, fuel, energy, higher cost of living, declining tourism income. The contraction of the economy in the picture of all services.

Regarding the COVID-19 situation, Thailand has implemented various measures, including lock-down, wearing masks, keeping distance until the acceleration of vaccination and the use of favipiravir, for example. The virus mutates over time, so it is not possible to estimate how long it will last.

Both above situations affect the administration of the health care system in both the public and private sectors. In the public sector Thailand's public health system is strong. In 2021, Thailand was ranked as the 5th most secure in the world and the 1st in Asia. Thailand has established village health volunteers (Vol.) community nurse and various health centers after the spread of COVID-19 Thailand is ranked No. 1 among countries with recovery. and is ranked 6th in the world in terms of managing the epidemic of Covid. Therefore, it should be believed that people can live their lives normally. while maintaining the same measures as general international standards.

For the Company which has 3 hospitals, namely Sikarin Hospital, Sikarin Samut Prakan Hospital and Sikarin Hat Yai Hospital during the epidemic of Covid-19, the Company was the first company who ordered the Sino Farm vaccine from the Chulabhorn Royal College to serve customers and employees. In addition, the Company able to maintain the business operation smoothly without any problem which the management will inform the shareholders further.

On the social aspect, the Company has collaborated with the Children's Heart Foundation under the patronage of Her Royal Highness Princess Maha Chakri Sirindhorn Prince Kalayani Vadhana Krom Luang Narathiwat Ratchanakarin in screening children with

heart disease since the beginning of the process. Moreover, the management with transparency and clearly announced that it would not accept any gifts. Subsequently, the Company was selected as the best employer of the year 2021 from a joint project of Kincentric Thailand (Co., Ltd.), a management consulting company. The world's leading human resources and Sasin Graduate Institute of Business Administration of Chulalongkorn University (Sasin) and was selected as an investment company with outstanding performance on environment, society, and good governance in the ESG Emerging List.

For the Company to be able to manage its business for further benefits and sustainability, the Company pays attention to its customers. Using new technologies and opening new departments such as dentistry, women's health, children's disease and pediatrics, etc. In addition, next year, the train station near the hospital will be opened for operation. Therefore, it is another important strength of the Company.

At present, shareholders can be confident that the Company has managed its business with pride that will lead to sustainable profits and business management for the benefit of the society as a whole.

## **Agenda 2 Consider and approve the report of Annual General Meeting of Shareholders for the Year 2021**

The Chairman assigned Mr. Suriyan Kojonroj, Director / Executive Director / Company Secretary, to clarify details about this agenda to the meeting.

Mr. Suriyan Kojonroj, Director / Executive Director / Company Secretary, explained that the Annual General Meeting of Shareholders Year 2021 was held on Wednesday 21 April 2021. The Company prepared the minutes of the Annual General Meeting of Shareholders for the year 2021 and sent the said minutes to the Stock Exchange of Thailand and the Ministry of Commerce within the period specified by law. The minutes of the meeting have been published on the Company's website. The details appear in the copies of the minutes of the meeting which were sent in advance to the shareholders together with the invitation letter of this meeting.

The Board of Directors deems it appropriate to propose to the shareholders' meeting to approve the minutes of the Annual General Meeting of Shareholders for the year 2021, which the Board of Director considers that the minutes have been completely and correctly recorded.

The Chairman gave an opportunity for the Meeting to express opinions and ask questions about this agenda. The shareholders were requested to specify questions or comments on the paper prepared by the Company and the Company's staff will collect question paper from shareholders.

When there were no more questions from the shareholders, the Chairman proposed the Meeting to consider and vote. Mr. Suriyan Kojonroj, Director / Executive Committee / Company Secretary, informed the meeting that this agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

**Resolution** The Meeting considered and resolved to approve the minutes of the Annual General Meeting of Shareholders for the year 2021, held on Wednesday 21 April 2021, with the unanimous votes of the total votes of the shareholders who attended the meeting and casting their votes as follows:

<b>Shareholder</b>	<b><u>Number (sound)</u></b>	<b><u>Percentage</u></b>
Agree	1,579,515,450	100.0000
Disagree	0	0.0000
Abstain	0	-
Voided Card	0	-
<b>Total</b>	<b>1,579,515,450</b>	<b>100.0000</b>

Note: In this agenda, there were more shareholders attending the meeting from the beginning of the meeting, 3shareholders, representing 178,000shares.

**Agenda3 To consider and acknowledge the Company's performance report for the year 2021.**

The Chairman explained to the Meeting that the Company has summarized the operation of the Company and significant changes that occurred in the year 2021 in the report of the operation of the Company for the year 2021, details appear in the Annual report that shipped in advance to shareholders together with the invitation letter to this meeting.

The Chairman assigned Mr. Suriyan Kojonroj, Director / Executive Committee / Company Secretary, report the performance of the Company in the year 2021 to the Meeting for acknowledgment.

Mr. Suriyan Kojonroj, Director / Executive Committee / Company Secretary, report the summary of the Company's operating results and subsidiaries in the year 2020 to the Meeting as follows:

Transaction	Amount (Baht)	Change from Year 2020
Revenue from Medical Treatment	6,319,137,626	Increase 64.53%
Net Profit	1,395,295,770	Increase 299.00%
Net Profit per Share	0.70	Increase 311.76%

The Chairman gave an opportunity for the Meeting to express opinions and ask questions about this agenda. The shareholders were requested to specify questions or comments on the paper prepared by the Company and the Company's staff will collect question paper from shareholders.

When no shareholders submitted additional question papers, the Chairman concluded that the meeting acknowledged the Company's operating results in the year 2021.

**Agenda4 To consider and approve the Report and Financial Statements for the year ended 31 December 2021.**

The Chairman assigned Mr. Suriyan Kojonroj Director / Executive Director / Company Secretary, to clarify the details of the report and financial statements for the year ended 31 December 2021, which has been audited by the auditor of the Company.

Mr. Suriyan Kojonroj Director / Executive Director / Company Secretary explained that in order to comply with the Articles of Association of Article 18 and the Public Limited Company Act 1992 (including amendments), Article 112, which requires the Board of Director to prepare a balance sheet and the income statement at the end of the Company's fiscal year to propose to the Shareholders' meeting in the General Annual Meeting of Shareholder to consideration and approval. The report and financial statements of the Company and its subsidiaries for the accounting period ending 31 December 2021, it has been audited and certified by the Company's auditor and approved by the audit committee which has details appearing in the Annual Report 2021 under the heading of "Financial Statements" that has been delivered in advance to shareholders together with the invitation letter to the Shareholder's meeting which can be summarized as follows:



(Unit : million Baht)

Transaction	Consolidated Financial Statement
Total Assets	8,089.66
Total Liabilities	2,503.45
Total Shareholder's Equity	5,586.21
Total Revenue	6,377.34
Net Profit	1,396.45
Net Profit per Shares	0.70 บาท

Summary of Company's Financial Position As of 31 December 2021

Transaction	Amount (Baht)	Compare to 2021 (Baht)
Total Assets	8,089,662,626	Increase 1,619,967,594
Total Liabilities	2,503,454,052	Increase 124,272,554
Total Shareholder's Equity	5,586,208,574	Increase 1,495,695,039
Book Values	2.75	
Weighted average number of ordinary shares outstanding	2,006,528,793 Shares	

Summary of Comprehensive Income Statement

Transaction	Amount (Baht)	Compare to 2021 (Baht)
Total Revenue	6,377,340,147	Increase 2,469,741,678
Total Expense	4,543,004,841	Increase 1,109,466,279
Total Comprehensive Income for the year	1,416,522,761	Increase 1,065,818,581
Profit attributable to the parent company	1,395,295,770	Increase 1,045,617,864
Net Profit per Share	0.6954 Baht	-

#### Summary of Statement of Financial Position

Transaction	Amount (Baht)	Compare to 2021 (Baht)
Current Assets	2,666,693,837	Increase1,442,822,054
Non-Current Assets	5,422,968,789	Increase177,145,540
Total Assets	8,089,662,626	-
Current Liabilities	1,630,683,203	Increase428,593,715
Non-Current Liabilities	872,770,849	Decrease304,321,161
Total Liabilities	2,503,454,052	-
Shareholders' equity of the parent company	5,516,833,120	Increase1,475,620,894
Shareholder's Equity	5,586,208,574	
<b>Total Liabilities and Shareholder's Equity</b>	8,089,662,626	-

The Board of Directors deems it appropriate for the Annual General Meeting of Shareholders to approve the report and financial statements for the accounting period ending 31 December 2021 which has been audited and certified by the Company's auditor and approved by the audit committee and the Board of Directors of the Company.

The Chairman gave an opportunity for the Meeting to express opinions and ask questions about this agenda. The shareholders were requested to specify questions or comments on the paper prepared by the Company and the Company's staff will collect question paper from shareholders.

When there were no more questions from the shareholders, the Chairman proposed the Meeting to consider and vote. Mr. Suriyan Kojonroj, Director / Executive Committee / Company Secretary, informed the meeting that this agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

**Resolution** The Meeting considered and resolved to approve the balance sheets and income statements ending 31 December 2021, which has been certified by the Company's auditor and approved by the Audit Committee as proposed with a unanimous vote of the total votes of the shareholders who attended the meeting and casting their votes as follows

<b>Shareholder</b>	<b><u>Number (sound)</u></b>	<b><u>Percentage</u></b>
Agree	1,600,528,731	100.0000
Disagree	0	0.0000
Abstain	0	-
Voided Card	0	-
<b>Total</b>	<b>1,600,528,731</b>	<b>100.0000</b>

**Agenda5 To consider and approve the allocation of profits for legal reserve and dividend payment from the operating results of the year 2021.**

The Chairman assigned Mr. Suriyan Kojonroj, Director / Executive Director / Company Secretary, to clarify the details regarding the allocation of profits as legal reserve and dividend payment from the operating results of the year 2021.

Mr. Suriyan Kojonroj, Director / Executive Director / Company Secretary, explained to the Annual General Meeting of Shareholders that to comply with Article 25 of the Articles of Association of the Company and Public Limited Companies Act 1992 (including additional amendments) Section 115, which requires that the dividend payment must be approved by the shareholders' meeting. Except for the interim dividend payment which the Board of Directors has the power to approve the payment of dividends and report to the shareholders' meeting at the next shareholders' meeting and Section 116 which requires that the Company shall allocate annual profits for one reserve for not less than five percent of the annual net profit, less with the amount of accumulated losses brought forward (if any) until this reserve fund is not less than ten percent of the registered capital.

From the operating results and financial position of the Company for the year 2021, the Company has a net profit according to the consolidated financial statements of 1,396,448,615 Baht and net profit according to the separate financial statements of 921,986,596 Baht. Therefore, the Board of Directors deems it appropriate to propose to the shareholders' meeting for approval to allocate the annual net profit in the total amount of 2,057,828,649 shares at 0.12 Baht per share, representing the dividend not more than 246,939,437.88 Baht which is a ratio of 26.97 % of net profit according to the separate financial statements. By specifying the list of shareholders who are entitled to receive the dividend (Record Date) on 25 April 2022 and the dividend payment date on 9 May 2022.

The Company will pay dividends by transferring dividends into shareholders' deposit accounts (e-Dividend), which is a service of the Stock Exchange that will provide more convenience to shareholders. Hence, the shareholders can apply for the e-Dividend service by submitting the application to Thailand Securities Depository Company Limited (TSD) or your broker.

The Chairman gave an opportunity for the Meeting to express opinions and ask questions about this agenda. The shareholders were requested to specify questions or comments on the paper prepared by the Company and the Company's staff will collect question paper from shareholders.

The chairman then proposed the meeting to consider and vote. By Mr. Suriyan Kojonroj, Director / Executive Committee / Company Secretary, informed the meeting that this agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

**Resolution** The Annual General Meeting of Shareholder considered and resolved to approve the allocation of profits for legal reserve and dividend payment from the operating results of the year 2021as proposed with a unanimous vote of the total votes of the shareholders who attended the meeting and casting their votes as follows:

Shareholder	Number (sound)	Percentage
Agree	1,600,528,731	100.0000
Disagree	0	0.0000
Abstain	0	-
Voided card	0	-
<b>Total</b>	<b>1,600,528,731</b>	<b>100.0000</b>

**Agenda6 To consider the appointment of the Company's auditors and audit fees for the year 2021**

The Chairman assigned Mr. Suriyan Kojonroj Director / Director of the Executive Committee / Company Secretary, to clarify the details of the appointment of the auditor of the Company and determine the audit fee for the year 2022.

Mr. Suriyan Kunkonroj Director / Executive Director / Company Secretary, explained to the Annual General Meeting of Shareholder that to comply with the Articles of Association

of Article 19 and the Public Limited Company Act 1992 (including amendments) Section 120, which stipulates that the Annual General Meeting of Shareholders appoint auditors and determine the audit fees of the Company every year. Together with the announcement of the Capital Market Commission, which requires Listed Companies to have an auditor rotation if any auditors perform their review duties or have audited and commented on the Company's financial statements 7 times, regardless of whether or not which can appoint a new auditor under the same audit firm as the previous auditor. The Company may appoint an auditor who has retired from rotation from the auditor after a period of at least 5 consecutive fiscal years from the date of the expiration of the duties.

The Board of Directors agreed with the proposal of the audit committee and agreed that the Annual General Meeting of shareholders consider appointing Dharmniti Auditing Company Limited by Miss Potjanarat Siripipat, registration number 9012 or Mr. Thanawut Phibunsawasdi Registration no. 6699 is the Company's auditor for the year 2021 and in the event that the said auditor is unable to perform his duties, Dharmniti Auditing Company Limited procured another office's auditor to audit and express an opinion on the Company's financial statement in place of the said auditor. The annual audit fee for 2022 is 1,440,000 Baht (excluding expenses), increased from the year 2021 in the amount of 140,000 Baht.

Dharmniti Auditing Company Limited and the two proposed auditors are the auditors approved by the Office of the Securities and Exchange Commission. And has no relationship and / or no conflict of interest with the Company, subsidiaries, executives, major shareholders or those related to the said person in any way and is not a shareholder of the Company. Therefore, Dharmniti Auditing Company Limited is independence in the inspection and express an opinion on the financial statements of the Company.

The Chairman gave an opportunity for the Meeting to express opinions and ask questions about this agenda. The shareholders were requested to specify questions or comments on the paper prepared by the Company and the Company's staff will collect question paper from shareholders.

When there were no more questions from the shareholders, the Chairman proposed the Meeting to consider and vote. Mr. Suriyan Kojonroj, Director / Executive Committee / Company Secretary, informed the meeting that this agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

**Resolution** The Annual General Meeting of Shareholder considered and resolved to approve the appointment of the Company's auditor and the audit fees for the year 2022 as proposed with the unanimous votes of the total votes of the shareholders who attended the meeting and casting their votes as follows:

Shareholder	Number (sound)	Percentage
Agree	1,600,528,731	100.0000
Disagree	0	0.0000
Abstain	0	-
Voided card	0	-
<b>Total</b>	<b>1,600,528,731</b>	<b>100.0000</b>

**Agenda7 To consider the election of directors in place of those retiring by rotation**

The Chairman assigned Mr. Suriyan Kojonroj Director / Director of the Executive Committee / Company Secretary, to clarify the details of the election of directors to replace those who are retired by rotation.

Mr. Suriyan Kojonroj Director / Executive Director / Company Secretary, explained to the Annual General Meeting of Shareholder that to comply with the Articles of Association, Article9 and the Public Limited Company Act 1992 (including amendments), Article 71, which stipulates that at every annual general meeting 1 out of 3 directors are retired, with the retired directors being re-elected.

The Board of Directors consists of 15 people. Therefore, the 5 retired directors this year are

- (1) Pol. Lt. Gen. Jarax Sangtaweeep Chairman of the Executive Committee/  
Vice Chairman
- (2) Mr. Sakchai Tanaboonchai Vice Chairman / Independent Director
- (3) Mr. PramuanchaiTaweeseedt Independent Director /  
Chairman of the Audit Committee
- (4) Mr. KasiditAjanant Independent Director/ Audit Committee
- (5) Dr. Tim Noparumpa Director

The Company gives shareholders the opportunity to nominate persons who they think are appropriate and do not have prohibited characteristics. To be considered as a director

according to the criteria disclosed on the Company's website from 28 December 2021 until 31 January 2022, but no one nominated any names to the Company.

Nominating Committee (which does not include directors with interests) conducted the process of nominating individual directors according to the criteria and method of recruiting people to be considered as directors. By considering the suitability and qualifications as according to the law on public limited companies, Announcement of the Stock Exchange of Thailand, Announcement of the Office of the Securities and Exchange Commission, and announcements of the Capital Market Supervisory Board. In addition, considering the appropriateness that will be beneficial to the Company's operations combined with the qualifications, knowledge and capabilities, the experience of the directors wants to have a diverse selection and in line with the Company's business strategy. By using skills analysis, experience, knowledge and expertise of the committee. Therefore, deems appropriate to nominate the following persons for the Board of Director to consider and propose to the Annual General Meeting of Shareholders to consider the election as a director:

The Board of Directors (Excluding directors with interests) have carefully considered the qualifications of the persons nominated to be the individual director. Both the professional skills and specialization that is beneficial to the Company's business including past performance as directors and sub-committees. As well as, having qualifications and not being under any of the prohibitions under the Public Company Act 1992 and the regulations of the Office of the Securities and Exchange Commission and suggestions independently and in accordance with the relevant criteria.

Therefore, the Board of Directors agreed with the opinion of the Nomination Committee and agreed to propose to the Annual General Meeting of Shareholders to consider the election of 5 directors who are due to retire by rotation to be the Company's directors for another terms in total of 5 person and is to appoint a new director to replace the one due to retire by rotation as follows:

- |                                   |   |
|-----------------------------------|---|
| (1) Pol. Lt. Gen. Jarax Sangtawee | Chairman of the Executive Committee/<br>Vice Chairman     |
| (2) Mr. Sakchai Tanaboonchai      | Vice Chairman / Independent Director                      |
| (3) Mr. Pramuanchai Taweeseedt    | Independent Director /<br>Chairman of the Audit Committee |
| (4) Mr. Kasidit Ajanant           | Independent Director/ Audit Committee                     |

(5) Dr. Tim Noparumpa Director

To allow shareholders to ask questions and vote independently, the Chairman invited those nominated to be the directors to leave the meeting room

Chairman gave an opportunity for the Meeting to express opinions and ask questions about this agenda. The shareholders were requested to specify questions or comments on the paper prepared by the Company and the Company's staff will collect question paper from shareholders.

When there were no more questions from the shareholders, Chairman proposed the Meeting to consider and vote and also informed the meeting that this agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

**Resolution** The meeting considered and resolved to approve the election of directors to replace those who retired by rotation by agreeing to appoint 5 former directors who are due to retire by rotation returned to take the position of the Company's director. For another agenda as proposed, unanimous votes of all the votes of the shareholders attending the meeting and casting their votes. The results of the vote counting are as follows:

7.1 Pol. Lt. Gen. Jarax Sangtawee Chairman of the Executive Committee / Vice Chairman

Shareholder	Number (sound)	Percentage
Agree	1,600,528,531	100.0000
Disagree	0	0.0000
Abstain	200	-
Voided card	0	-
<b>Total</b>	<b>1,600,528,731</b>	<b>100.0000</b>



7.2 Mr. Sakchai Tanaboonchai Vice Chairman / Independent Director

Shareholder	Number (sound)	Percentage
Agree	1,600,103,631	99.9734
Disagree	425,100	0.0265
Abstain	0	-
Voided card	0	-
<b>Total</b>	<b>1,600,528,731</b>	<b>100.0000</b>

7.3 Mr. Pramuanchai Taweeseedt Independent Director / Chairman of the Audit Committee

Shareholder	Number (sound)	Percentage
Agree	1,600,103,631	99.9734
Disagree	425,100	0.0265
Abstain	0	-
Voided card	0	-
<b>Total</b>	<b>1,600,528,731</b>	<b>100.0000</b>

7.4 Mr. Kasidit Ajanant Independent Director / Audit Committee

Shareholder	Number (sound)	Percentage
Agree	1,600,103,631	99.9734
Disagree	425,100	0.0265
Abstain	0	-
Voided card	0	-
<b>Total</b>	<b>1,600,528,731</b>	<b>100.0000</b>

7.5 Dr.Tim Noparumpa Director

Shareholder	Number (sound)	Percentage
Agree	1,600,528,731	100.0000
Disagree	0	0.0000
Abstain	0	-
Voided card	0	-
<b>Total</b>	<b>1,600,528,731</b>	<b>100.0000</b>

## Agenda 8 To consider and approve the Directors' Remuneration of the year 2022.

The Chairman assigned Mr. Suriyan Kojonroj, Director / Executive Director / Company Secretary, to clarify details about the determination of the remuneration of directors for the year 2021.

Mr. Suriyan Kojonroj, Director / Executive Director / Company Secretary, explained to the Annual General Meeting of Shareholders that to comply with the Public Limited Company Act 1992 (including amendments) Section 90, which prohibits the Company from paying any other property to directors except for compensation under the Company's regulations. In the event that the regulations of the Company are not specified, the payment of remuneration shall be in accordance with the resolution of the shareholders' meeting which consists of votes of not less than two-thirds of the total number of votes of the shareholders who attend the meeting.

Compensation Committee considered the criteria for determining remuneration for directors from the operating results, performance authority and responsibility of directors, growth and performance of the Company Business, liquidity and the performance of duties of each director including the compensation limit approved by the Annual General Meeting of Shareholders. By comparing the reference to the business in the same category as the Company or similar. And agreed to propose to the Board of Directors to propose to the Annual General Meeting of Shareholders to consider the remuneration of all directors. The entire Board of Directors and all sub-committees in the form of position allowance, meeting allowances, and gratuity, in the total amount of 12,000,000 Baht, which is equal to the year 2021, with the following details:

Director	Year 2022 (Proposed Year)			Year 2021		
	Monetary Remuneration for 2020 (Bath)			Monetary Remuneration for 2020 (Bath)		
	Position Allowance	Meeting Allowance	Pension	Position Allowance	Meeting Allowance	Pension
<b>Board of Directors</b>						
Chairman	-	360,000	✓	-	270,000	✓
Vice Chairman	-	1,080,000	✓	-	810,000	✓
Member	-	3,960,000	✓	-	2,970,000	✓

Audit Committee						
Chairman	-	40,000	✓	-	40,000	✓
Member	-	80,000	✓	-	80,000	✓
Other Sub Committee						
Chairman	-	-	-	-	-	-
Member	-	-	-	-	-	-

The Chairman gave an opportunity for the Meeting to express opinions and ask questions about this agenda. The shareholders were requested to specify questions or comments on the paper prepared by the Company and the Company's staff will collect question paper from shareholders.

When there were no more questions from the shareholders, the Chairman proposed the Meeting to consider and vote. Mr. Suriyan Kojonroj, Director / Executive Committee / Company Secretary, informed the meeting that this agenda must be approved by a vote of not less than two-thirds of the total number of votes of the shareholders present at the meeting.

**Resolution** The Annual General Meeting of Shareholders considered and resolved to approve the remuneration of the directors for the year 2022as proposed with a vote of not less than 2 in 3 of the total votes of the shareholders who attended the meeting as follows

Shareholder	Number (sound)	Percentage
Agree	1,600,528,731	100.0000
Disagree	0	0.0000
Abstain	0	0.0000
Voided card	0	0.0000
<b>Total</b>	<b>1,600,528,731</b>	<b>100.0000</b>

While waiting for the voting result for Agenda 8, Mr. Suriyan Kojonroj, Director / Executive Committee / Company Secretary answered questions received during the meeting. The shareholders asked the following questions:

Mr. Kittipol Soonthornpanich, a shareholder/proxy asked about the dividend payment at the rate of 26.97% compared to the year 2021, the company paid 49.60 percent. Why the Company pay less dividend.

Mr. Suriyan Kojonroj, Director / Executive Committee / Company Secretary clarified that in 2021, the Company paid a dividend at the rate of 0.08 Baht per share. This year, the Company paid 0.12 Baht per share, which was paid at an increased rate compared to the previous year. Dividends at a growing rate the other company. The Company also have plan to keep cash as a reserve for business uncertainty. Due to the Covid situation, therefore, the Board of Directors should allow the Company to hold a portion of cash. In addition, the Company keeps money for improving the quality of service. The Company has given importance to building a customer base, contacting customers, and creating brand by the Company in collaboration with Chulalongkorn University, to joint project to develop Sikarin Academy to develop personnel for service to customers who come to use the service. including building a new building at the hospital to support the expansion of up to 120 beds, so the Company can support all types of treatment.

Shareholder/Proxy asked why the increase in audit fee compared to the year 2021

Mr. Suriyan Kojonroj, Director / Executive Committee / Company Secretary, clarified that the audit fee increased due to the increased workload and in 2022, the Company has adopted the Oracle accounting program to make the management easier and can be processed better.

#### **Agenda 9 Other matter (if any)**

The Chairman explained to the shareholders' meeting that The Public Company Act B.E. 2535 stipulates that when the meeting has considered the agenda as specified in the notice of the meeting, Shareholders, having a total of not less than 1/3 of the total issued shares, may request the meeting to consider other matters other than those specified in the meeting notice.

The Chairman asked if any shareholders would like the meeting to consider matters other than those specified in the meeting notice.

No one proposed any other matter for consideration.

The Chairman therefore allowed the shareholders to express comments or make additional inquiries.

Mr. Bowonwat Pangsrirarn, representative of the shareholders' rights protection volunteer Thai Investors Association asked what the trend of income from COVID management going forward and what will be the investment direction and growth plan in the next 5 years?

Mr. Suriyan Kojonroj, Director / Executive Committee / Company Secretary clarified that last year, the Company received an award in the matter of ESG, which means that the Company investment attractiveness with a sustainable way, the Company has received a very good CG Score and has been certified as a member of the Thai Private Sector Collective Action Coalition Against Corruption CAC. The certification is valid for 3 years from 31 March 2021 to 30 March 2024. In addition, The Company has changed the brand, changed the logo and set the Tagline as "Sikarin by your side" for executives and employees to use as the principle of the company's work.

In addition, the Company has been certified both nationally and internationally and has been certified for specific diseases in 3 areas: heart, diabetes, and vascular and nervous system. In addition, the Company also received an international standard nursing award.

The Company collects customer information via online system. With the second highest number of followers online, the Company has a mascot in the form of 2 bears, named "Jingjai" and "Sudjai", for providing various information online. In addition, the Company has a Sikarin Care Center system. In answering questions, both with Chatbots and about 50 lines of staff, the Company will develop a system to serve as a platform for contacting customers, monitoring symptoms, including telemedicine.

The Company has collaborated with Chulalongkorn Business School in the SIKARIN Academy project to develop knowledge and potential of personnel in business development and to promote cooperation in various fields, as well as to organize activities that are beneficial and drive society for sustainable development.

In the past year, the Company received the Outstanding Employer Award for the year 2021, organized by a collaboration between Kincentric (Thailand), the world's leading HR consulting firm. and Sasin Graduate Institute of Business Administration of Chulalongkorn University (Sasin) by a world-class international award

Therefore, it can be seen that the Company have a clear management style. There are awards to support both medical and personal. The Company is in a standardized and accepted way.

In terms of business, the Company is in the process of clearly separating its business groups. By separating the hospital business and non-hospital businesses. As for the hospital business, the Company will have an increasing customer base. The Company will have more government customers from joining civil servant treatment through disbursement with the Comptroller General's Department, and the Company has begun accepting government projects such as the Factory Sandbox project, the vaccination project for the insured under Section 33, the Foreign Worker Identification Center, etc. In addition, Sikarin will have a cancer center and a comprehensive laparoscopic surgery center. The Company is a specialist in gastroenterology and liver. This will continue on the Sikarin Samut Prakan Laparoscopic Surgery, which will focus on the center of the gastrointestinal tract and liver, and emergency medical center. While Sikarin Hat Yai will focus on the bone and joint center, laparoscopic surgery center, and the center of the gastrointestinal tract and liver for government welfare projects. For those insurers who choose Sikarin, the Company will have a Social Security Plus program for customers to wait in line for a short time, appointments can be made through the application and enable the customer to see a specialist immediately including surgery with world-class international standards, the Company is able to take care of the insured in all aspects without referral. In addition, the Company has set up the Be Better Wellness Center, which has been in operation for about 1 year, and the Company has built a building new 7 storeys to support the expansion of specialized clinics and expanding the number of beds to 120 beds.

As for the non-hospital business, the Company has made various products based on the credibility of the hospital, such as alcohol spray, alcohol gel, etc. Many customers have asked whether the hospital will produce various products such as Cream, mask or not, the Company has collected information about the needs of customers and has the intention to continue in that aspect.


The Company operates a hospital business but in the future the Company will take care of people through world-class international standards. The Company will be more than a hospital and will take care of all Sikarin customers.

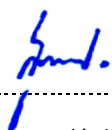
Dr. Atirat Charoonsri Managing Director clarify further that the covid-19 which occurred 3 years ago is a crisis, but the Company's management team has managed that crisis until the satisfaction of many patients until welcomed to join the Post-Covid project to monitor the symptoms later which makes the company has increased a large number of customers.

In the next 5 years, the image of the Company it is clear that the Company with stable, sustainable and trustworthy growth, the Company can prove in many ways. For the award for the best employer, the Company calls it an award that takes good care of its employees and is satisfaction within the organization. The ability and opportunities of the Company will be able to enhance the Company's sustainable growth both in terms of value and stable dividends.

As there were no further questions from the shareholders, the Chairman thanked everyone for taking the time to attend the meeting and provide advice and proposals that are beneficial to the Company and thank you for supporting the activities of the Company consistently, the chairman then closed the Annual General Meeting of Shareholders for the year 2022.

The meeting was closed at 10.45am.

Sign..........Chairman of the meeting  
(Mr.Seni Chittakasem)

Sign..........Meeting recorder  
(Mr. Suriyan Kojonroj)  
Company Secretary

## Profile of Proposed Auditors



**Name** Miss Potjanarat Siripipat **Age** 43 Years

**Certified Public Accountant (Thailand) No.** 9012

**Company** Dharmniti Auditing Co., Ltd

**Current Position** Senior Manager

**Education**

2018 An approved auditor by the Securities and Exchange Commission of Thailand since 5 Feb 2018 – 4 Feb 2023

2009 Certificate of Skill of Leadership, Thailand Productivity Institute

2007 Certified Public Accountant (Thailand) No.9012

2006-2011 Diploma of Audit Assistant Working as Header, Cooperative Auditing Department

1998-2002 Bachelor's degree in accounting, Burapha University

**Training**

- Successively Seminar on Accounting and Auditing
- “Capital Market Development Auditor” the Securities and Exchange Commission of Thailand, Batch 4

**Work experience**

- Auditor, Dharmniti Auditing Co., Ltd., 15 Years

**Signatory of financial statements of Sikarin Public Company Limited:**

5 Times/2018,2019, 2020,2021, and 2022

**Shareholding structure in the Company:**

-None-

**Interests other than provision of audit service to the Company/ subsidiaries/ associate: juristic persons which may lead to conflicts and thwart independence:**

-None-



## Profile of Proposed Auditors



**Name** Mr.Thanawut Phiboonsawat **Age** 51 **Years**

**Certified Public Accountant (Thailand) No.** 6699

**Company** Dharmniti Auditing Co., Ltd

**Current Position** Vice Chairman

### Education

2009 An approved auditor by the Securities and Exchange Commission of Thailand From 21 May 2009 – 8 Mar 2024

2002 Certificate of Skill of Leadership, Thailand Productivity Institute

1997 Graduate Diploma in Auditing, Chulalongkorn University

1992 Bachelor's Degree in Accounting, Ramkhamhaeng University

### Training

- Successively Seminar on Accounting and Auditing

### Work experience

- Auditor, Dharmniti Auditing Co., Ltd., 20Years

### Signatory of financial statements of Sikarin Public Company Limited:

4 Times/2019, 2020,2021, and 2022

### Shareholding structure in the Company:

-None-

**Interests other than provision of audit service to the Company/ subsidiaries/ associate: juristic persons which may lead to conflicts and thwart independence:**

-None-

## Profile of nominees for election as directors of the Company



**Name-Lastname** Mr.Seni Chittakasem **Age** 68 years

**Current position in the Company** Chairman (Independent Director), Chairman of The Risk Management Committee, and Chairman of Sustainability Committee

**Type of Director to be appointed:**Independent Director

### **Recruitment criteria and procedures:**

One of the former directors of the Company. The Board of Directors has considered the suitability in terms of qualifications, knowledge, abilities and experiences of directors who have retired by rotation and deems that he has all the qualifications under the Public Limited Company Act and does not have any prohibited characteristics for being appointed as a director of the Company in accordance with the rules of the Office of the Securities and Exchange Commission and related government agencies.

### **Education :**

- Master of Arts, Ramkhamhaeng University,
- Master of Educational Administration, Ramkhamhaeng University,
- Bachelor of Laws, Ramkhamhaeng University,
- Bachelor of Political Science, Chulalongkorn University.

### **Relevant Training :**

- Director Leadership Certification Program (DLCP), Batch 1/2021 Thai Institute of Directors Association (IOD)
- Director Certification Program (DCP), Batch 258/2018, Thai Institute of Directors Association (IOD)

- Administrator Program at Institute of Administration Development, Batch 31,
- Director Accreditation Program (DAP), Batch 76/2008, Thai Institute of Directors Association (IOD)
- Sheriff Program at Institute of Administration Development, Batch 28.

#### **Work Experiences:**

-2020 - The present	The present Chairman of The Sub Committee on National Health Security Office 8
-2017- The present	Chairman of The Risk Management Committee, Sikarin Public Company Limited,
-2016- The present	Chief Executive Officer, Udonthani Industrial City Co.,Ltd
-2016- The present	Chairman, Pracharath Rak Samakkee Udonthani Company Limited
-2014 - The present	Officer of The Chulabhorn Research Institute, Project coordinator of Thammachedee Museum Construction Phra Dhammavisutdhmongkol (Laungta MahaBoa Yannasampanno)
-2014 - The present	Chairman (Independent Director), Sikarin Public Company Limited
-2014 - The present	Chairman, Strategy for Development (Seni Chittakasem) Foundation
-2011 – The present	Chairman, Nan Development Foundation
-2016 - 2020	Chairman of the Audit Sub-Committee, Rubber Authority of Thailand
-2015 - 2020	Director, Rubber Authority of Thailand
-2015 - 2020	Chairman of the CSR Sub-Committee, Rubber Authority of Thailand
-2013 – 2015	Chairman, Provincial Election Commission of Udon Thani
-2012 – 2014	Provincial Governor, UdonThani Province
-2012 - 2012	Provincial Governor, Rayong Province
-2011 - 2012	Provincial Governor, Trang Province

#### **Record of Directorship of Sikarin Public Company Limited**

<b>Position</b>	<b>Director Position</b>	-Chairman of The Risk Management Committee
	<b>Management Position</b>	- None
<b>No. of years as Director of the</b>		15 years (From 2008 to present If re-elected for

<b>Company</b>	another term, the total term will be 18 years)
<b>No. of SKR Shareholding</b>	0.126 percent including spouse and minor children (if any) of the paid-up registered capital (as of 28 December 2022)
<b>No. of Meeting attendance in 2022</b>	Board of Director's Meeting 12/12 times Risk Management Committee's Meeting 2/2 times

**Legal Dispute** No legal dispute during the past 5 years

**Illegal record in the past 5 years.** None

**Position in other Companies**

- **Position in another Listed Company**
  - None -
- **Position in other Organization (Non-listed Company)**
  1. Advisor, Silapornchai Co., Ltd.
  2. Executive Chairman, Udon Thani Industrial City Co., Ltd.
  3. Chairman, Pracharath Rak Samakkhi Udon Thani Company Limited (Social Enterprise) Co., Ltd.
  4. Perform duties at Chulabhorn Research Institute Coordinator of the Dhamma Chedi Museum Construction Project Phra Dhamma WisuthiMongkol (Luang Ta Phra Maha Bua Yannasampanno)
  5. President of Strategic Development Foundation (Senee Chittakasem)
  6. President of Nan City Development Foundation
- **Positions in other businesses that may cause conflicts of interest to the Company**
  - None -

**Family relationship with management committee or major shareholders of SKR or its affiliates**

- None -

**Relationship with the Company / Subsidiary / Associate or legal entities that may have conflicts at present.**

- None -

**Business relationships with company in such a way that may affect his independence.**

- None -

**Information for considering the election of Independent Directors**

1. Being a director who participates in management, staff, employee or advisor receiving a regular salary	:	No
2. Being a professional service provider (For example: auditor, legal advisor financial advisor)	:	No
3. Having a significant business relationship that may result in the inability to perform independently	:	None
4. Being a business operator or being a director who takes part in the administration, employees, staff, consultants who receive a regular salary. or holding more than one percent of the total number of shares with voting rights of businesses of the same nature and in significant competition	:	No

**Reason for proposing to the Annual General Meeting of Shareholders to consider electing independent directors who have held the directorship position for more than 9 consecutive years to serve as an independent director for another term.**

The Board of Directors, not including directors have conflict did not participate in the consideration, considered according to the opinion of the Nomination Committee (with no conflict of interest) and sees that Mr.Seni Chittakasem has complete qualifications as a director as required by law as well as having knowledge and ability and have good business experience. These qualities are very important to the Company. In addition, throughout his tenure as an independent director, Mr.Seni Chittakasem gave independent opinions and suggestions from the management and has always been beneficial to the Company in order to prevent the Company from losing the opportunity to elect directors who have such qualifications. The Board of Directors therefore agreed to propose to the Annual General Meeting of Shareholders to appoint Mr.Seni Chittakasem to be in the position for another term.

## Profile of nominees for election as directors of the Company



**Name-Lastname**      Air Chief Marshal Nipat Wuttironarit    **Age**      67 years  
**Current position in the Company:**      Director (Independent Director)and Director of the Recruitment Committee  
**Type of Director to be appointed:**      Independent Director

### **Recruitment criteria and procedures:**

One of the former directors of the Company. The Board of Directors has considered the suitability in terms of qualifications, knowledge, abilities and experiences of directors who have retired by rotation and deems that he has all the qualifications under the Public Limited Company Act and does not have any prohibited characteristics for being appointed as a director of the Company in accordance with the rules of the Office of the Securities and Exchange Commission and related government agencies.

### **Education**

- National Security Management
- Air Force College
- Command and Staff School
- Bachelor of Science Royal Thai Air Force Academy

### **Relevant Training**

- Director Accreditation Program (DAP) Batch177/2020Thai Institute of Directors Association (IOD)
- Combined Strategic Intelligence Training Program, DIA, Washington D.C.,USA 1993
- Special Investigators Course, AFOSI, Washington D.C.,USA 1986

## Work Experiences

-2020 – The present	Independent Director and Director of the Recruitment Committee, Sikarin Public Company Limited
-2016 - 2017	Safety Advisor, Aviation Industry Company Limited
-2014 – 2016	Special Expert, Royal Thai Air Force
-2012 - 2014	Chief of Staff of the Air Force
-2009 - 2012	Deputy Director of the Royal Thai Air Force News
-2003 - 2008	Director of Security Division, Royal Thai Air Force News Department

## Record of Directorship of Sikarin Public Company Limited

<b>Position</b>	<b>Director Position</b>	-Recruitment Committee Director
	<b>Management Position</b>	- None
<b>No. of years as Director of the Company</b>		3years (From 2020 to present If re-elected for another term, the total term will be 6 years)
<b>No. of SKR Shareholding</b>		0.029 percent including spouse and minor children (if any) of the paid-up registered capital (as of 28 December 2022)
<b>No. of Meeting attendance in 2022</b>		Board of Director's Meeting 12/12 times Recruitment Committee's Meeting 2/2 times
<b>Legal Dispute</b>		No legal dispute during the past 5 years
<b>Illegal record in the past 5 years.</b>		None

## Position in other Companies

- Position in another Listed Company
  - None -
- Position in other Organization (Non-listed Company)
  - None -
- Positions in other businesses that may cause conflicts of interest to the Company
  - None -

## Family relationship with management committee or major shareholders of SKR or its affiliates

- None -

## Relationship with the Company / Subsidiary / Associate or legal entities that may

have conflicts at present.

- None -

Business relationships with company in such a way that may affect his independence.

- None -

**Information for considering the election of Independent Directors**

1. Being a director who participates in management, staff, employee or advisor receiving a regular salary	:	No
2. Being a professional service provider (For example: auditor, legal advisor financial advisor)	:	No
3. Having a significant business relationship that may result in the inability to perform independently	:	None
4. Being a business operator or being a director who takes part in the administration, employees, staff, consultants who receive a regular salary. or holding more than one percent of the total number of shares with voting rights of businesses of the same nature and in significant competition	:	No



## Profile of nominees for election as directors of the Company



**Name-Lastname** Dr. Vichya Kreangam **Age:** 41 years  
**Current position in the Company:** Director (Independent Director), Director of the Audit Committee and Director of the Compensation Committee  
**Type of Director to be appointed:** Independent Director

### **Recruitment criteria and procedures:**

One of the former directors of the Company. The Board of Directors has considered the suitability in terms of qualifications, knowledge, abilities and experiences of directors who have retired by rotation and deems that he has all the qualifications under the Public Limited Company Act and does not have any prohibited characteristics for being appointed as a director of the Company in accordance with the rules of the Office of the Securities and Exchange Commission and related government agencies.

### **Education**

- Doctor of the Science of Laws (J.S.D), University of California, Berkeley, USA,
- Master of Laws (LL.M.), University of California, Berkeley, USA,
- Bachelor of Laws (LL.B.) (Honors), Chulalongkorn University
- Barrister-at-Law, The Thai Bar under the Royal Patronage

### **Relevant Training**

- Certificate of Senior Executives on Justice Administration, Batch 16, Office of the Judicial Training Institute,
- Certificate in Rule of Law for Democracy (Batch 7), Office of the Constitutional Court,
- Certificate of Administrative Justice for Senior Executives, Batch 6, Administrative Court,

- Certificate of New Era Leadership in the Democratic Systems, Batch 1, King Prajadhipok's Institute
- Diploma of Advocacy and Lawyer License, Lawyers Council of Thailand under the Royal Patronage.
- Role of the Chairman Program (RCP), Batch 42/2018, Thai Institute of Directors Association (IOD)
- Corporate Governance for Executives (CGE), Batch 6/2016, Thai Institute of Directors Association (IOD)
- Advance Audit Committee Program (AACP), Batch 22/2016, Thai Institute of Directors Association (IOD)
- Corporate Governance for Capital Market Intermediaries (CGI) Program, Batch 8/2015, Thai Institute of Directors Association (IOD)
- Director Accreditation Program (DAP), Batch 116/2015, Thai Institute of Directors Association (IOD)

### **Work Experiences**

- |                     |   |
|---------------------|---|
| -2020 – The present | Honorary Director Urgent Law Reform Commission  |
| -2020 – The present | Lecturer, Institute Of Legal Education Of The Thai Bar  |
| -2010 – The present | Head of Legal Counsel (Property/Leasing Business) and Business Development Executive, True Corporation Public Company Limited   |
| -2021 - The present | Independent Director, Nomination and Remuneration Committee, Don Mueang Tollway Public Company Limited  |
| -2014 - The present | Independent Director, Audit Committee Member Member of the Remuneration Committee, Sikarin Plc.   |
| -2015 - The present | Director (Independent Director), Director of the Audit Committee, Chairman of the Recruitment, and the Compensation Committee, General Engineering Public Company Limited |
| -2015 - The present | Director (Independent Director), Director of the Audit Committee, Director of the Recruitment, and the Compensation Committee, Namyong Terminal Public Company Limited    |
| -2013 - The present | Director, Badminton Association of Thailand under royal patronage   |
| -2019 - The present | Subcommittee on Screening and Developing Laws on Energy Industry Operations Energy Regulatory Commission  |

-2020 - The present	Sub-Committee on Education Recommends Tackling Poverty and Reducing Economic Inequality Senate
-2018 - The present	Subcommittee on Participation in Monitoring, Auditing and Evaluation of the Implementation of the National Legal Reform Plan

#### **Record of Directorship of Sikarin Public Company Limited**

<b>Position</b>	<b>Director Position</b>	- Audit Committee Director / Director of the Compensation Committee
	<b>Management Position</b>	- None
<b>No. of years as Director of the Company</b>		9years (From 2020 to present If re-elected for another term, the total term will be 12 years)
<b>No. of SKR Shareholding</b>		0.063 percent including spouse and minor children (if any) of the paid-up registered capital (as of 28 December 2022)
<b>No. of Meeting attendance in 2022</b>		Board of Director's Meeting 12/12 times Audit Committee's Meeting 4/4 times Compensation Committee's Meeting 2/2 times
<b>Legal Dispute</b>		No legal dispute during the past 5 years
<b>Illegal record in the past 5 years.</b>		None
<b>Position in other Companies</b>		
<b>- Position in another Listed Company</b>		
- Independent Director, Nominating Committee, Remuneration and Compensation, Don Mueang Limited		
- Independent Director, Audit Committee Chairman of the Committee on good corporate governance Nominating and consideration committee Jenneral Plc. Engineering		
- Independent Director, Audit Committee, Nominating Committee, Considering Compensation and Supervision of Good Business		
<b>- Position in other Organization (Non-listed Company)</b>		
- Independent Director, Audit Committee Nominating Committee and Compensation AAS Auto Service Company Limited		
- Independent Director, Audit Committee, Bangkok Genetic Innovation Company Limited		

- Positions in other businesses that may cause conflicts of interest to the Company

- None -

Family relationship with management committee or major shareholders of SKR or its affiliates

- None -

Relationship with the Company / Subsidiary / Associate or legal entities that may have conflicts at present.

- None -

Business relationships with company in such a way that may affect his independence.

- None -

#### Information for considering the election of Independent Directors

5. Being a director who participates in management, staff, employee or advisor receiving a regular salary	:	No
6. Being a professional service provider (For example: auditor, legal advisor financial advisor)	:	No
7. Having a significant business relationship that may result in the inability to perform independently	:	None
8. Being a business operator or being a director who takes part in the administration, employees, staff, consultants who receive a regular salary. or holding more than one percent of the total number of shares with voting rights of businesses of the same nature and in significant competition	:	No

**Reason for proposing to the Annual General Meeting of Shareholders to consider electing independent directors who have held the directorship position for more than 9 consecutive years to serve as an independent director for another term**

The Board of Directors, not including directors have conflict did not participate in the consideration, considered according to the opinion of the Nomination Committee (with no conflict of interest) and sees that Dr. Vichya Kreangam has complete qualifications as a director as required by law as well as having knowledge and ability and have good business experience. These qualities are very important to the Company. In addition, throughout his tenure as an independent director, Dr. Vichya Kreangam gave independent opinions and suggestions from the management and has always been beneficial to the Company in order

to prevent the Company from losing the opportunity to elect directors who have such qualifications. The Board of Directors therefore agreed to propose to the Annual General Meeting of Shareholders to appoint Dr. Vichya Kreangam to be in the position for another term.

## Profile of nominees for election as directors of the Company



**Name-Lastname** Mr. Senee Krajangsri **Age:** 59 years  
**Current position in the Company:** Director and Executive Director/Chief Financial Officer  
**Type of Director to be appointed:** Director

### **Recruitment criteria and procedures:**

One of the former directors of the Company. The Board of Directors has considered the suitability in terms of qualifications, knowledge, abilities and experiences of directors who have retired by rotation and deems that he has all the qualifications under the Public Limited Company Act and does not have any prohibited characteristics for being appointed as a director of the Company in accordance with the rules of the Office of the Securities and Exchange Commission and related government agencies.

### **Education**

- Bachelor of Accounting, Ramkhamhaeng University.

### **Relevant Training**

- Director Accreditation Program (DAP) Batch 75/2008, Thai Institute of Directors Association (IOD)
- CFO Focus on Financial Reporting Batch 4/2018, Federation of Accounting Professions under The Royal Patronage of His Majesty The King.

### **Work Experiences**

- 2013 – The present Chief Financial Officer, Sikarin Public Company Limited
- 2009 – The present Executive Director, Sikarin Public Company Limited
- 2008 – The present Director, Sikarin Public Company Limited
- 2000 – The present Managing Director, Songserm Kehakan Company Limited

-1988 – 2000	Office Manager, Auditing Office
-1986 – 1988	Accounting Manager, Charoen Phokapand Public Company Limited
-1985 – 1986	Auditor, Virach and Associates Auditing Office

#### **Record of Directorship of Sikarin Public Company Limited**

<b>Position</b>	<b>Director Position</b>	- Director
	<b>Management Position</b>	- Executive Director / Chief Financial Officer
<b>No. of years as Director of the Company</b>		15years (From 2008 to present If re-elected for another term, the total term will be 18 years)
<b>No. of SKR Shareholding</b>		0.073 percent including spouse and minor children (if any) of the paid-up registered capital (as of 28 December 2022)
<b>No. of Meeting attendance in 2022</b>		Board of Director's Meeting 12/12 times Executive Director's Meeting 12/12 times
<b>Legal Dispute</b>		No legal dispute during the past 5 years
<b>Illegal record in the past 5 years.</b>		None
<b>Position in other Companies</b>		
- <b>Position in another Listed Company</b>		
- None-		
- <b>Position in other Organization (Non-listed Company)</b>		
- Managing Director of the Housing Promotion Company Limited		
- <b>Positions in other businesses that may cause conflicts of interest to the Company</b>		
- None -		
<b>Family relationship with management committee or major shareholders of SKR or its affiliates</b>		
- None -		
<b>Relationship with the Company / Subsidiary / Associate or legal entities that may have conflicts at present.</b>		
- None -		
<b>Business relationships with company in such a way that may affect his independence.</b>		
- None -		

## Profile of nominees for election as directors of the Company



**Name-Lastname** Mr. Suriyan Kojonroj **Age:** 42 years  
**Current position in the Company:** Director, Executive Director, Director of Sustainability Committee, Company Secretary and Deputy Managing Director  
**Type of Director to be appointed:** Director

### Recruitment criteria and procedures:

One of the former directors of the Company. The Board of Directors has considered the suitability in terms of qualifications, knowledge, abilities and experiences of directors who have retired by rotation and deems that he has all the qualifications under the Public Limited Company Act and does not have any prohibited characteristics for being appointed as a director of the Company in accordance with the rules of the Office of the Securities and Exchange Commission and related government agencies.

### Education

- Master of Public Administration, Chulalongkorn University,
- Bachelor of Engineering, Khon Kaen University.

### Relevant Training

- The Story Program, Batch 2, School of Communication Arts, Sripatum University,
- Ultra Wealth, Batch 4, Ultra Wealth Group,
- ABC, Batch 7, Academy of Business Creativity,
- Director Accreditation Program (DAP), Batch 106/2013, Thai Institute of Directors Association (IOD),
- The Real Estate Executive Association of Chulalongkorn University, Batch 46,
- Board Reporting Program (BRP), Batch 8/2012, Thai Institute of Directors Association



(IOD),

- Company Reporting Program (CRP) Batch 3/2012, Thai Institute of Directors Association (IOD),
- Company Secretary Program (CSP) Batch 46/2012, Thai Institute of Directors Association (IOD),
- Micro MBA Program, Chulalongkorn University, Batch 52.

### Work Experiences

-2021 - The present	MAT CMO Council Marketing Association of Thailand
-2019 - The present	Secretary of Committee on labour, The Secretariat of the Senate
-2019 - The present	Sub Committee of Social Security Sub Committee on labor, The Secretariat of the Senate
-2017 - The present	Director and Executive Director, Sikarin Public Company Limited
-2016 - The present	Deputy Managing Director, Sikarin Public Company Limited
-2016 - The present	Special Affairs Officer, Chulabhorn Research Institute
-2016 - The present	Executive Director, Sikarin Hadyai Hospital Company Limited
-2014 - The present	Director and Managing Director, SKR Management Company Limited
-2013 - The present	Chief Operation Officer, Sikarin Public Company Limited
-2012 - The present	Company Secretary, Sikarin Public Company Limited
-2013 - 2015	Assistant Managing Director, Sikarin Public Company Limited

### Record of Directorship of Sikarin Public Company Limited

<b>Position</b>	<b>Director Position</b>	- Director / Executive Director
	<b>Management Position</b>	- Deputy Managing Director / Chief Operation Officer
<b>No. of years as Director of the Company</b>		6 years (From 2017 to present If re-elected for another term, the total term will be 9 years)
<b>No. of SKR Shareholding</b>		0.586 percent including spouse and minor children (if any) of the paid-up registered capital (as of 28 December 2022)
<b>No. of Meeting attendance in 2022</b>		Board of Director's Meeting 12/12 times Executive Director's Meeting 12/12 times Sustainability Committee's Meeting 2/2 times
<b>Legal Dispute</b>		No legal dispute during the past 5 years

Illegal record in the past 5 years.        None

**Position in other Companies**

- Position in another Listed Company
  - None-
- Position in other Organization (Non-listed Company)
  - Director of Sikarin Hospital, Hat Yai Co., Ltd.
  - Director and Managing Director of SKR Management Company Limited
- Positions in other businesses that may cause conflicts of interest to the Company
  - None -

**Family relationship with management committee or major shareholders of SKR or its affiliates**

- None -

**Relationship with the Company / Subsidiary / Associate or legal entities that may have conflicts at present.**

- None -

**Business relationships with company in such a way that may affect his independence.**

- None -

Proxy Form A

Written at \_\_\_\_\_

Date \_\_\_\_\_

(1) I/We, \_\_\_\_\_ Nationality \_\_\_\_\_  
Residing at \_\_\_\_\_ Road \_\_\_\_\_ Sub-district  
District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_

(2) being a shareholder of Sikarin Public Company Limited Holding the total amount of \_\_\_\_\_ shares with the voting rights of votes as follows:

Ordinary share \_\_\_\_\_ shares with the voting rights of \_\_\_\_\_ votes

Preference share \_\_\_\_\_ with the voting rights of \_\_\_\_\_ votes

(3) do hereby appoint either one of the following persons:

(1) \_\_\_\_\_ Age \_\_\_\_\_ Years Residing at \_\_\_\_\_ Road \_\_\_\_\_  
Sub-district \_\_\_\_\_ District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_  
\_\_\_\_\_ or

(2) \_\_\_\_\_ Age \_\_\_\_\_ Years Residing at \_\_\_\_\_  
Road \_\_\_\_\_ Sub-district \_\_\_\_\_ District \_\_\_\_\_ Province \_\_\_\_\_  
Postal Code \_\_\_\_\_ or

(3) \_\_\_\_\_ Age \_\_\_\_\_ Years Residing at \_\_\_\_\_  
Road \_\_\_\_\_ Sub-district \_\_\_\_\_ District \_\_\_\_\_  
Province \_\_\_\_\_ Postal Code \_\_\_\_\_ or

Only one of them as my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of shareholders for the year 2023 on Wednesday, 19 April 2023 at 9.00 a.m. at Sikarin Grand Room, 8th Floor, Building 3, Sikarin Hospital, No. 976 Lasalle Road, Bangna Tai Sub-district, Bang Na District, Bangkok 10260 or on such other date and at such other place as may be adjourned or changed.

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me/us in all respects.

Sign \_\_\_\_\_ Authorizer

( )

Sign \_\_\_\_\_ Proxy

( )

Sign \_\_\_\_\_ Witness

( )

Sign \_\_\_\_\_ Witness

( )

( )

Note: The Shareholder who wishes to give a proxy must authorized only one proxy to attend and vote in the meeting. Dividing of shares to several proxies for the purpose of voting is inapplicable.

Proxy Form B (SPECIFIC DETAILS FORM)

Written at \_\_\_\_\_

Date \_\_\_\_\_

(1) I/We, \_\_\_\_\_ Nationality \_\_\_\_\_

Residing at \_\_\_\_\_ Road \_\_\_\_\_ Sub-district

District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_

1. being a shareholder of Sikarin Public Company Limited Holding the total amount of \_\_\_\_\_  
\_\_\_\_\_ shares with the voting rights of \_\_\_\_\_ votes as follows:

Ordinary share \_\_\_\_\_ shares with the voting rights of \_\_\_\_\_ votes

Preference share \_\_\_\_\_ with the voting rights of \_\_\_\_\_ votes

(3) do hereby appoint either one of the following persons:

(1) \_\_\_\_\_ Age \_\_\_\_\_ Years Residing at \_\_\_\_\_

Road \_\_\_\_\_ Sub-district \_\_\_\_\_ District \_\_\_\_\_

Province \_\_\_\_\_ Postal Code \_\_\_\_\_ or

(2) \_\_\_\_\_ Age \_\_\_\_\_ Years Residing at \_\_\_\_\_

Road \_\_\_\_\_ Sub-district \_\_\_\_\_ District \_\_\_\_\_

Province \_\_\_\_\_ Postal Code \_\_\_\_\_ or

(3) \_\_\_\_\_ Age \_\_\_\_\_ Years Residing at \_\_\_\_\_

Road \_\_\_\_\_ Sub-district \_\_\_\_\_ District \_\_\_\_\_

Province \_\_\_\_\_ Postal Code \_\_\_\_\_ or

Only one of them as my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of shareholders for the year 2023 on Wednesday, 19 April 2023 at 9.00 a.m. at Sikarin Grand Room, 8th Floor, Building 3, Sikarin Hospital, No. 976 Lasalle Road, Bangna Tai Sub-district, Bang Na District, Bangkok 10260 or on such other date and at such other place as may be adjourned or changed.

(4) I / We authorize my / our Proxy to cast the votes according to my / our intentions as follows:

☐ Agenda 1: Topic report by the Chairman

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below:

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda 2: To consider and approve the minute of the Annual General Meeting of Shareholders for the year 2022.

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below:

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda 3: To acknowledge the Company's operating results for the year 2022.

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda 4: To consider and approve reports and financial statements for the year ended 31 December 2022.

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda 5: To consider and approve the payment of dividend from the operating results for the year 2022.

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda 6: To consider and approve the appointment of an auditor and auditing fees in 2023.

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda 7: To consider electing company directors to replace those who retire by rotation

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

Appointment of the Director individually

7.1 Director's name Mr.Seni Chittakasem

☐ Approve ☐ Disapprove ☐ abstain

7.2 Director's name Air Chief Marshal Nipat Wuttironarit

☐ Approve ☐ Disapprove ☐ abstain

7.3 Director's name Dr.Vichya Kreangam

☐ Approve ☐ Disapprove ☐ abstain

7.4 Director's name Mr. Senee Krajangsri

☐ Approve ☐ Disapprove ☐ abstain

7.5 Director's name Mr. Suriyan Kojonroj

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda 8: To consider and approve the Directors' Remuneration of the year 2023

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda 9: To transact other matters (if any)

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

(5) Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

(6) In case I do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my / our behalf as the Proxy deems appropriate.

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me/us in all respects.

Sign \_\_\_\_\_ Authorizer  
( )

Sign \_\_\_\_\_ Proxy  
( )

Sign \_\_\_\_\_ Witness  
( )

Sign \_\_\_\_\_ Witness  
( )

Note:

1. The Shareholder who wishes to give a proxy must authorized only one proxy to attend and vote in the meeting. Dividing of shares to several proxies for the purpose of voting is inapplicable.
2. In the agenda relating to the election of Directors, it is applicable to elect either nominate directors as a whole or elect each nominated director individually.
3. In case there are agenda other than the agenda specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form as enclosed.

### Regular Continued Proxy Form B

Authorization on behalf of the Shareholder of Sikarin Public Company Limited

For the Annual General Meeting of Shareholders for the year 2023 on Wednesday, 19 April 2023 at 9.00 a.m. at Sikarin Grand Room, 8th Floor, Building 3, Sikarin Hospital, No. 976 Lasalle Road, Bangna Tai Sub-district, Bang Na District, Bangkok 10260 or on such other date and at such other place as may be adjourned or changed.

☐ Agenda\_\_\_\_\_:

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b)The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda\_\_\_\_\_:

☐ (a)The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b)The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda\_\_\_\_\_:

☐ (a)The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b)The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda\_\_\_\_\_:

☐ (a)The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b)The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda\_\_\_\_\_:

☐ (a)The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b)The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain



☐ Agenda \_\_\_\_\_:

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below  
☐ Approve   ☐ Disapprove   ☐ abstain

☐ Agenda \_\_\_\_\_: Appointment of Directors

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below  
☐ Approve   ☐ Disapprove   ☐ abstain

Appointment of the Director individually

Director's name \_\_\_\_\_

☐ Approve   ☐ Disapprove   ☐ abstain

Director's name \_\_\_\_\_

☐ Approve   ☐ Disapprove   ☐ abstain

Director's name \_\_\_\_\_

☐ Approve   ☐ Disapprove   ☐ abstain

Director's name \_\_\_\_\_

☐ Approve   ☐ Disapprove   ☐ abstain

Director's name \_\_\_\_\_

☐ Approve   ☐ Disapprove   ☐ abstain

☐ Agenda \_\_\_\_\_:

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below  
☐ Approve   ☐ Disapprove   ☐ abstain

☐ Agenda \_\_\_\_\_:

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below  
☐ Approve   ☐ Disapprove   ☐ abstain

☐ Agenda \_\_\_\_\_:

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve    ☐ Disapprove    ☐ abstain

Proxy Form C  
(FOR FOREIGN SHAREHOLDER APPOINTING CUSTODIAN IN THAILAND)

Written at \_\_\_\_\_

Date \_\_\_\_\_

(1) I/We, \_\_\_\_\_ Nationality \_\_\_\_\_  
Residing at \_\_\_\_\_ Road \_\_\_\_\_ Sub-district  
District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_

(2) being a shareholder of Sikarin Public Company Limited  
Holding the total amount of \_\_\_\_\_ shares with the voting rights of \_\_\_\_\_ votes as follows:  
Ordinary share \_\_\_\_\_ shares with the voting rights of \_\_\_\_\_ votes  
Preference share \_\_\_\_\_ with the voting rights of \_\_\_\_\_ votes

(3) do hereby appoint either one of the following persons:  
(1) \_\_\_\_\_ Age \_\_\_\_\_ Years Residing at \_\_\_\_\_  
Road \_\_\_\_\_ Sub-district \_\_\_\_\_ District \_\_\_\_\_  
Province \_\_\_\_\_ Postal Code \_\_\_\_\_ or  
(2) \_\_\_\_\_ Age \_\_\_\_\_ Years Residing at \_\_\_\_\_  
Road \_\_\_\_\_ Sub-district \_\_\_\_\_ District \_\_\_\_\_  
Province \_\_\_\_\_ Postal Code \_\_\_\_\_ or  
(3) \_\_\_\_\_ Age \_\_\_\_\_ Years Residing at \_\_\_\_\_  
Road \_\_\_\_\_ Sub-district \_\_\_\_\_ District \_\_\_\_\_  
Province \_\_\_\_\_ Postal Code \_\_\_\_\_ or

Only one of them as my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of shareholders for the year 2023 on Wednesday, 19 April 2023 at 9.00 a.m. at Sikarin Grand Room, 8th Floor, Building 3, Sikarin Hospital, No. 976 Lasalle Road, Bangna Tai Sub-district, Bang Na District, Bangkok 10260 or on such other date and at such other place as may be adjourned or changed.

(4) I / We authorize my / our Proxy to attend and cast the votes as follows:  
☐ Grant my/our proxy in accordance with the total number of shares held and having right to vote  
☐ Grant certain of my/our proxy as follows:  
☐ Ordinary share..... shares having the voting right of..... votes  
☐ Preference share..... shares having the voting right of..... votes  
votes Total entitled vote votes ..... votes

(5) I / We authorize my / our Proxy to cast the votes according to my / our intentions as follows:

☐ Agenda 1: Topic Report by the Chairman

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve. ☐ Disapprove ☐ abstain

☐ Agenda 2: To consider and approve the minute of the Annual General Meeting of Shareholders for the year 2022

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda 3: To acknowledge the Company's operating results for the year 2022

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda 4: To consider and approve reports and financial statements for the year ended 31 December 2022

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda 5: To consider and approve the payment of dividend from the operating results for the year 2022.

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda 6: To consider and approve the appointment of an auditor and auditing fees in 2023.

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove. ☐ abstain

☐ Agenda 7: To consider electing company directors to replace those who retire by rotation.

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

Appointment of the Director individually

7.1 Director's name Mr.Seni Chittakasem

☐ Approve ☐ Disapprove ☐ abstain

7.2 Director's name Air Chief Marshal Nipat Wuttironarit

☐ Approve ☐ Disapprove ☐ abstain

7.3 Director's name Dr.Vichya Kreangam

☐ Approve ☐ Disapprove ☐ abstain

7.4 Director's name Mr. Senee Krajangsri

☐ Approve ☐ Disapprove ☐ abstain

7.5 Director's name Mr. Suriyan Kojonroj

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda 8: To consider and approve the Directors' Remuneration of the year 2023

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda 9: To transact other matters (if any).

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

(6) Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

(7) In case I do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my / our behalf as the Proxy deems appropriate.

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me/us in all respects

Sign\_\_\_\_\_Authorizer  
( )

Sign\_\_\_\_\_Proxy  
( )

Sign\_\_\_\_\_Witness  
( )

Sign\_\_\_\_\_Witness  
( )

Note

1. The Proxy Form C is only for the shareholder who is specified in the register as a foreign investor and has appointed a custodian in Thailand to be the share depository.
2. Documents required to be submitted with this proxy form are:
  - (1) A power of attorney from the shareholder empowering the custodian to sign this proxy form on his/her behalf
  - (2) A document confirming that person who signs the proxy form is licensed to operate the custodian business
3. The Shareholder who wishes to give a proxy must authorized only one proxy to attend and vote in the meeting. Dividing of shares to several proxies for the purpose of voting is inapplicable.
4. In the agenda relating to the election of Directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually

In case there are agenda other than the agenda specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form as enclosed.

### Regular Continued Proxy Form C

Authorization on behalf of the Shareholder of Sikarin Public Company Limited

For the Annual General Meeting of Shareholders for the year 2023 on Wednesday, 19 April 2021 at 9.00 a.m. at Sikarin Grand Room, 8th Floor, Building 3, Sikarin Hospital, No. 976 Lasalle Road, Bangna Tai Sub-district, Bang Na District, Bangkok 10260 or on such other date and at such other place as may be adjourned or changed

☐ Agenda\_\_\_\_\_:

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda\_\_\_\_\_:

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda\_\_\_\_\_:

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda\_\_\_\_\_:

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda\_\_\_\_\_:

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda\_\_\_\_\_:

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda \_\_\_\_\_: \_\_\_\_\_ Director Appointment \_\_\_\_\_

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

Appointment of the Director individually

Director's name \_\_\_\_\_

☐ Approve ☐ Disapprove ☐ abstain

Director's name \_\_\_\_\_

☐ Approve ☐ Disapprove ☐ abstain

Director's name \_\_\_\_\_

☐ Approve ☐ Disapprove ☐ abstain

Director's name \_\_\_\_\_

☐ Approve ☐ Disapprove ☐ abstain

Director's name \_\_\_\_\_

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda \_\_\_\_\_: \_\_\_\_\_

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda \_\_\_\_\_: \_\_\_\_\_

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain

☐ Agenda \_\_\_\_\_: \_\_\_\_\_

☐ (a) The Proxy is entitled to consider and vote on my behalf as appropriate in all respects.

☐ (b) The Proxy is to vote in accordance with my intention below

☐ Approve ☐ Disapprove ☐ abstain



Information of independent directors who are proxies

**1. Mr. Pramuanchai Taweeseedt**

**Age** 66year old  
**Position** Director / Chairman of Audit Committee  
**Address** 333/343 Soi Prachachuen 10 (Garden City Lagoon Village)  
 Thung Song Hong Subdistrict, Lak Si District, Bangkok 10210  
**Conflict of Interest in** None  
**Agenda proposed in the**  
**shareholders' meeting**

**2. Mr. Kasidit Ajanant**

**Age** 42 year old  
**Position** Independent Director / Director of Audit Committee  
**Address** 39 Soi Suksawat 23, Bang Pakok Subdistrict, Rat Burana District  
 Bangkok 10140  
**Conflict of Interest in** None  
**Agenda proposed in the**  
**shareholders' meeting**

## **The Definition of the Company's Independent Director**

The definition of Company's Independent Director, which qualifications are strict the requirements of the Securities and Exchange Commission and The Stock Exchange of Thailand, is as follows: Independent Director means a director who is knowledgeable with experience in various fields including Company's business and conduct the business with vision and ethics, able to give independent opinion and make decision on significant activities for the best interest of the Company, shareholders/stakeholders and having no business or activities related to the Company, which may affect their independent decision. The qualifications of an independent director must include the following criteria:

1. Holding shares not more than 0.5 % of total voting shares of the Company, its parent Company, affiliated companies, associated companies, or any juristic person which is a major shareholder or controlling person of the Company, which shares shall be inclusive of the shares held by related persons.
2. Not being executive directors, employee, staff member or advisor who receives salary, or controlling person of the Company for the period not less than 2 years prior to the appointment as an independent director. Such prohibited characteristic shall not include the case where the independent director used to be a government official or advisor of a government unit which is a major shareholder or controlling person of the Company.
3. Is not a person related by blood or legal registration, such a father, mother, spouse, sibling and child, including spouse of child, executive, major shareholder, controlling person or person to be nominated as executive or controlling person of the company or affiliated companies.
4. Has not or never had a business relationship worth more than 3% of net tangible assets or exceeding 20.00 million Baht, whichever is lower, with the Company, its parent company, affiliated companies, associated companies, major shareholder or controlling person of the Company or is not or had not been a major shareholder, non-independent director or management of any person having business relationship

with the Company, its parent company, affiliated companies, associated companies, major shareholder or controlling person of the Company, for the period not less than 2 years prior to the appointment as an independent director.

5. Not being or had not been an auditor of the Company, its parent company, affiliated companies, associated companies, major shareholder or controlling person of the Company, and not being a significant shareholder, controlling person or partner of an audit firm which employs auditors of the Company, its parent company, affiliated companies, associated companies, major shareholder or controlling person of the Company for more than 2 years prior to the appointment as an independent director.
6. Not being or had not been any professional advisor including legal or financial advisor or assessor who receives an annual service fee exceeding 2.00 million Baht from the Company, its parent company, affiliated companies, associated companies or any juristic person which is a major shareholder or controlling person of the Company, and is not a major shareholder, non-independent director, management or partner of the professional service for more than 2 years prior to the appointment as an independent director.
7. Does not represent any director or any shareholder related to the major shareholder of the Company.
8. Not undertaking any business in the same nature and in significant competition to the business of the Company or its affiliated companies or not being a partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding 1% of the total number of shares with voting rights of other Company which undertakes business in the same nature and in significant competition to the business of the Company or its affiliated companies.
9. Not having any qualification preventing them from expressing independent opinions

**Procedures and Conditions for Registration, Appointment of Proxy and Vote Casting**

**Registration**

Registration for the Annual General Meeting of Shareholders for the year 2023 of Sikarin Public Company Limited (“the Company”), the Company will open for registration from 7:00 a.m. on Wednesday, 19 April 2023 at the meeting place specified in the meeting invitation letter. And will proceed to register with a barcode system (Barcode), so for the convenience of registration. Shareholders and proxies present at the meeting, please bring the meeting invitation letter, registration certificate and proxy form to ensure the shareholders' meeting of the Company. It was transparent, fair, and beneficial to the shareholders. And evidence showing being a shareholder or a representative of the shareholders entitled to attend the meeting for the shareholders to adhere to further, the Company would like to inform the shareholders as follows:

**Documents Required Declaring to the Meeting**

**Individual Thai shareholder**

**(1) In the case that the shareholder attends the Meeting in person:**

A valid ID card, official identification card, driver license, or passport (in case of foreigner). If there are any changes regarding the name or surname, the customary documentary is required.

**(2) In case of proxy:**

- a. Proxy Form submitted together with the notice of the Meeting with duly filled and signed by the authorizer and the proxy.
- b. Copy of identification documents of the shareholder issued by the governmental authorities as stated in item (1) and signed by the shareholder to certify true copy; and
- c. Identification documents of the proxy issued by the governmental authorities as stated in item (1)

**(3) In case the shareholder is dead**

- 3.1 The Estate Administrator shall attend the meeting on his/her behalf and shall present a Court Order appointing the Estate Administrator.

3.2 In case appointing another person to attend the meeting, the Court Order and ID card or Civil Servant ID Card shall be submitted.

**(4) In case the shareholder is a minor**

4.1 His/her father or mother shall represent him/her by submitting a copy of the House Registration in which the minor's name appears

4.2 In case of appointing another person to attend the meeting, a copy of the House Registration in which the minor's name appears, and ID card or Civil Servant ID Card of parents are required.

**Juristic person registered in Thailand.**

**(1) In the case that authorized person of the juristic person attends the Meeting:**

1.1 Identification documents of the authorized person issued by the governmental authorities as in the case of ordinary person as stated in item (1); and

1.2 Affidavit of the juristic person, certified true copy by the authorized person and with a statement indicating that the authorized person who participates in the Meeting is authorized to act on behalf of the juristic person which is the shareholder.

**(2) In case of proxy:**

2.1 Proxy Form submitted together with the notice of the Meeting with duly filled and signed by the authorized person of the juristic person as the authorizer and by the proxy.

2.2 Copy of Affidavit of the juristic person, certified true copy by the authorized person and with a statement indicating that the authorized person who signs the Proxy Form is authorized to act on behalf of the juristic person which is the shareholders.

2.3 Copy of identification documents issued by the governmental authorities of the juristic person's authorized person who signs the proxy as stated in item (1), certified true copy by such authorized person; and

2.4 Identification documents of the proxy issued by the governmental authorities as in the case of ordinary person as stated in item (1)

**(3) Shareholder who is foreign investor and appoints a custodian in Thailand to take deposit and take care of the shares**

3.1 The documents shall be prepared as in the same way as the as under juristic entity (1)

and (2) shall be prepared.

3.2 In the event custodian has been authorized to sign on proxy, the following documents

shall be produced:

- 1) A power of attorney appointing such custodian to sign on proxy.
  - 2) A confirmation letter that signatory has been licensed to engage in custodian business. If an original document is not made in English, please attach the English translation duly certified by director(s) of such juristic entity.
- In case of sub-attorney, all complete copies of POA(s) having power to appoint the sub attorney, including documents as specified in (1) of empowering person, which are duly certified are required.
  - In case any documents are produced or executed outside Thailand, such documents should be notarized by a notary public.
  - In case the original documents are not in English, the English translation shall be required and certified by the shareholders or the juristic person representative (Authorized Director) or the authorized management or employees of the Custodian.

**2. Authorization to proxy**

The Company has prepared a proxy form for shareholders who cannot attend the Meeting in 3 proxy

forms i.e. Form A, Form B, and Form C which are in accordance with. The Department of Business Development, the Ministry of Commerce issued a notification Re: Prescription of a Proxy Form (No.5) B.E. 2550;

- (1) Proxy (Form A.) General form
- (2) Proxy (Form B.) Proxy form containing specific details
- (3) Proxy (Form C.) For foreign shareholders who have custodians in Thailand only

In case that a shareholder is unable to attend the meeting, he/she may authorize another person to

attend and vote on his/her behalf:

1. Please execute only one proxy form from the above three forms.
2. The shareholder could state herein more than one proxy, for convenience, as, in case that one proxy could not attend the Meeting, the other proxy could still attend the Meeting. However, only one proxy entitled to attend the Meeting and vote in the Meeting.
3. If a shareholder who is unable to attend the shareholders' meeting can may give proxy to one of the Company's independent directors from and among the following Independent Directors:
  - **Mr. Pramuanchai Taweeseedt    Age 66 years**  
333/343 Soi Prachachuen 10 (Garden City Lagoon Village) Thung Song  
Hong Subdistrict, Lak Si District, Bangkok 10210
  - **Mr. Kasidit Ajanant    Age 42 years**  
39 Soi Suksawat 23, Bang Pakok Subdistrict, Rat Burana District Bangkok  
10140

In case of appointing an independent Director as his/her proxy, the proxy form completed with the signature and documents concerned shall be sent to the Corporate Secretariat prior to the date of the Meeting.

4. Affix the 20 Baht of stamp duty with specifying the date of Proxy Form across such stamp duty for your convenience, the Company will facilitate in affixing the stamp duty when registration to attend the Meeting at the registration desk.
5. In order to facilitate the examination of documents, the shareholder can send the proxy form and evidence documents to the Company within 12 April 2023 or at least 30 minutes before the meeting.

Shareholders are not allowed to allocate shares to several Proxies to vote at the meeting. The shareholders shall authorize only one Proxy to cast the votes by all the shares held by such Shareholders. Authorization of less than the total number of shares is prohibited, except for the Custodian appointed by the Foreign Investor in accordance with Proxy Form C.

**Voting Procedure and Method in Each Agenda**

**General Agenda:**

1. A voting in each agenda shall be made openly which one share shall be entitled to one vote. Shareholder or proxy shall make only one vote for approval, disapproval or abstention. The allocation of voting is not allowed (except voting of the Custodian).
2. Proxy Granting
  - 2.1 As for the voting of proxy, the proxy must cast a vote as instructed by the grantor of proxy. Should any votes be not in accordance with the instruction indicated in the proxy form, such votes will be considered inaccurate and will not be counted as votes of shareholders
  - 2.2 In case the shareholder who grant proxy does not specify the vote in the proxy form or the vote is unclear, or the Meeting considers or resolves any agenda other than that specified in the Proxy Form, or there is any change of information. The proxy has the right to consider and vote on such matter as he or she deems appropriate.

**Appointment of Directors:**

As for the agenda of the appoint of the director of the Company according to Article 10 of the Company's Articles of Association, the meeting of shareholders is to appoint directors using the majority vote as follows:

- (1) One shareholder shall have one vote for each share;
- (2) Each shareholder shall exercise all the votes he/she has under (1) to appoint one or several person(s) to be director(s), provided that he/she cannot divide his/her votes to any person to any extent;
- (3) Persons receiving the most votes are those who are elected to be directors, in descending order, to the number of directors who are to be elected. If there is a tie in the last to be elected and this exceeds the said number of directors, the presiding chairman shall have an additional casting vote.



To follow the Good Corporate Governance Principles, the Company provides opportunities for shareholders to vote on individual nominee by proposing the shareholders meeting to cast the vote on an individual basis.

#### **Voting Procedure in Each Agenda, Vote Counting and Announcement of Voting Result**

The Company will clarify the voting procedure in each agenda and the vote counting method before the meeting commences.

1. For voting on each agenda, the Chairman of the Meeting will ask if any shareholder will disagree or abstain from voting or not and will let the shareholders to mark either in disagree or abstain on the ballots.
2. Such shareholders (or proxies) should raise their hands so that their ballots will be collected for counting. In counting the votes, the Company will deduct the disagreeing and abstaining votes and votes on void ballots from the total votes. The remaining votes will be deemed votes of approval. Shareholder or proxy shall make only one vote for approval, disapproval or abstention. The allocation of voting is not allowed (except voting of the Custodian).

#### **Resolution of the Annual General Meeting of Shareholders**

1. In normal circumstances, the agenda will be resolved by the majority of all the votes of shareholders who attend the meeting and are entitled to vote.
2. In other circumstances where special rules or regulations of the Company are applicable, the resolution will be passed accordingly. The Chairman will inform the meeting of such special circumstances before the votes are casted in that agenda.
3. In case of an equal division of votes, the Chairman shall cast a deciding vote.
4. In case that a shareholder has special interest on any agenda, the shareholder shall not vote on that agenda and the Chairman may ask such shareholder to leave the Meeting temporarily. However, this restriction is not applicable for the voting for election or removal of directors.

5. Voting shall be made openly, unless the shareholders in a number not less than five shareholders request for a secret vote and the meeting has resolved to have a secret vote. The secret vote procedure shall be as instructed by the meeting chairman.

**Company's Articles of Association relating to the Meeting of Shareholders.**

**(1) Calling of Shareholders Meeting**

- Section 12. The Board of Directors shall arrange for an Annual General Meeting of Shareholders in 4 months from the end of the Company's accounting cycle.

Other Shareholder's Meetings shall be called Extraordinary General Meetings.

- Section 15. To call a Shareholders' meeting, the Board of Directors shall prepare a meeting notification stating the meeting venue, date, time, agendas and matters to be proposed in the meeting with sufficient details, clearly stating that they are for shareholders' acknowledgement, approval or consideration as the case may be, as well as the Board's opinions on those matters, and deliver it to shareholders and the Registrar at least 7 days before the date of the meeting. The notification for the meeting shall be advertised in a newspaper for at least 3 days before the date of the meeting.

The meeting venue shall be in the area where the Head Office of the Company is situated.

**(2) The quorum**

- Section 16. In a Shareholders' Meeting, at least 25 shareholders and their proxies and carrying at least one third of the shares issued attend the meeting in order to form a quorum for the meeting.

In case of a Shareholders' Meeting in which it is found that after one hour after the notification time, the number of shareholders attending the meeting cannot form the quorum as prescribed, another meeting shall be called, and a notification for the other meeting shall be sent to shareholders at least 7 days before the meeting date. In the latter meeting, at least 10 shareholders and their proxies attending the meeting can form a quorum for the meeting.

**(3) Voting**

- Section 10 the rules and procedures for voting in the agenda for appointing directors shall be as follows:

- (1) One shareholder shall have one vote for each share;
  - (2) Each shareholder shall exercise all the votes he/she has under (1) to appoint one or several person(s) to be director(s), provided that he/she cannot divide his/her votes to any person to any extent;
  - (3) Persons receiving the most votes are those who are elected to be directors, in descending order, to the number of directors who are to be elected. If there is a tie in the last to be elected and this exceeds the said number of directors, the presiding chairman shall have an additional casting vote.
- Section 14. Shareholders shall have the right to attend the meeting and cast their votes in the Shareholders' Meeting. He/she may appoint a proxy to attend the meeting and cast votes on his/her behalf.
  - Section 17. In a Shareholders' Meeting, a resolution of the Shareholders' Meeting shall be reached by the following votes:
    - (1) In an ordinary case, the majority votes of the shareholders who attend the meeting and vote is considered a resolution. In case of an equality of vote, the chairman of the meeting shall be entitled to a casting vote.
    - (2) In the following cases, by a vote of not less than three-fourths (3/4) of the total number of shareholders present at the meeting and entitled to vote:
      - a. the sale or transfer of whole or essential parts of business of the Company to other persons.
      - b. the purchase or acceptance of transfer of businesses of other companies or private companies to the Company's own.
      - c. entering into, amending or terminating the contract relating to the leasing out of business of the Company in whole or in essential parts; the assignment to anyone else to manage the businesses of the Company or the amalgamation of the businesses with other persons with an objective to share profit and loss.

Section 31 of the Public Limited Company Act states that "The company may amend the Memorandum of Association or Articles of Association if shareholders in a

meeting cast three fourths' votes carried by shareholders attending the meeting and having the rights to vote.”

To make an amendment to the Memorandum of Association or Articles of Association, the registered company shall proceed with the amendments in forty days from the date of shareholders' resolution. \*

Section 115 of the Public Limited Company Act says dividend cannot be paid out from other kinds of money than profit. In case the Company still has accumulated loss, dividend payment cannot be made.

Dividend shall be paid equally to each share, except specified otherwise in the Articles of Association concerning preferred shares. Dividend payment requires approval from shareholders in a general meeting.

In case the Articles of Association allow, the Board of Directors may make occasional interim dividend payment to shareholders if the Company features enough profits to do so. After dividend payment, the Board shall report it to shareholders in the following general meeting.

Dividend payment shall be made in one month from the date of the general meeting of shareholders or Board resolution, whichever the case may be. A notification of dividend payment shall be made to every shareholder and advertised in newspapers as well.

**(4) In case no regulation is prescribed in the Articles of Association,**

Section 1. The Article of Association, if not specified otherwise, legal provisions in the Public Limited Company Act shall apply.



Map of the Meeting Venue



Shuttle service in the Meeting Day from 07.15 a.m. to 08.00 a.m.

- Bearing BTS Station at the 7 – ELEVEN, Sukhumvit 105 (Lasalle)

**Question forms for the Annual General Meeting of Shareholders for year 2023**

I (Mr. / Mrs. / Miss / Others)

Name.....Surname.....

Phone: .....Email:.....

As a shareholder of Sikarin Public Company Limited, would like to send questions regarding the agenda of the Annual General Meeting of Shareholders for the year 2023 of the Company as follows:

**Agenda 1 Topic report by the Chairman**

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**Agenda 2 To consider and approve the minute of the Annual General Meeting of Shareholders for the year 2022.**

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**Agenda 3 To acknowledge the Company's operating results for the year 2022.**

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**Agenda 4 To consider and approve reports and financial statements for the year ended 31 December 2022.**

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**Agenda 5 To consider and approve the payment of dividend from the operating results for the year 2022.**

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Agenda 6 To consider and approve the appointment of an auditor and auditing fees in 2023.

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Agenda 7 To consider electing company directors to replace those who retire by rotation.

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Agenda 8 To consider and approve the Directors' Remuneration of the year 2023.

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Agenda 9 To transact other matters (if any)

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Shareholders can submit questions in advance of the Annual General Meeting of Shareholders for the year 2023 from 15March – 12 April 2023 by sending any questions in advance by email. [ir.sikarin@sikarin.com](mailto:ir.sikarin@sikarin.com) or send documents to the Company Secretary Office, Sikarin Public Company Limited, No. 976, Lasalle Road, Bangna Tai Subdistrict, Bangna District, Bangkok 10260