

No. RPH-SET 003/2022

February 19, 2022

Subject : Notification of the Resolutions of the Board of Directors' Meeting
No.1/2022

To : The President
The Stock Exchange of Thailand

Ratchaphruek Hospital Public Company Limited (The Company) hereby reports the resolutions of the Board of Directors Meeting No. 1/ 2022 which was held on February 19, 2022, as follows:

1. Approved to propose to the shareholders' meeting to consider and approve the annual dividend payment for the period July 1, 2021 – December 31, 2021 and retained earnings to 546,000,000 shares at the rate of Baht 0.25 per share, totaling Baht 136,500,000. During 2021, the Company has paid interim dividend to shareholders, the Board of Directors' Meeting No.4/2021, held on August 7, 2021, resolved to approve the payment of interim dividend (January 1, 2021 – June 30, 2021) to 546,000,000 shares at the rate of Baht 0.05 per share, totaling Baht 27,300,000 and was paid to the shareholders on September 7, 2021.

The company has allocated net profits as legal reserves by virtue of Section 116 of the Limited Public Company Act B.E. 2535 (1992). Legal reserve as of September 30, 2021. amount 41,342,000 Baht. Therefore, requesting approval to allocate more net profits as a legal reserve in the amount of 13,258,000 Baht. Therefore, the total net profits as legal reserves at the year end 2021 is recorded at 54,600,000 Baht.

That of the annual dividend payment for the fiscal year 2021, Baht 0.05 per share and Baht 0.25 per share (totaling Baht 0.30 per share), totaling Baht 163,800,000 or approximately equivalent to 40.60% of the net profits which is in line with the Company's dividend policy

Dividend payment of Baht 0.25 per share was derived from the unappropriated retained earnings which was subject to corporate income tax of 20% where by individual shareholders are entitled to claim tax credit at the rate 20/80 of the dividend, under the Revenue Code section 47 bis.

The record date for the right of shareholders to receive the dividend is scheduled to be on March 11, 2022. (the date of XD will be on March 10, 2022) And the dividend payment date shall be on May 20, 2022.

The right to receive dividends is uncertain at this time pending the approval by the shareholders' meeting.



2. Approved to propose to the shareholders' meeting (by directors who have no conflict of interest) to consider and approve the re-appointment of the directors who would retire by rotation to resume their directorships for another term, named below:

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|--------------------------|---|
| 1) Mr. Sudhon Sriyapant | Chairman of the Board of Directors |
| 2) Mr. Vallop Laopaiboon | Vice Chairman of the Board of Directors |

The result of the proposal of agenda for shareholder's meeting, director nomination in advance regarding to the Annual General Meeting of Shareholders 2022 from October 1, 2021, to December 31, 2021. There is no shareholder propose agenda and name of qualified candidates for directorship to the Company

3. To consider and approve the appointment of an additional director. The Board of Director agree to propose to the shareholders' meeting to consider and approve the increase of the Director of company from 8 to 9 person. And appointing a new independent director, Mr. Adisorn Thavornthanasarn.
4. Approved to propose to the shareholders' meeting to consider and approve the remuneration of the directors for the year 2022 that be determined as meeting allowance, Remuneration for the Directors and bonus. The Board of Director has considered In determining such remuneration, the expansion of business and profit growth of the Company, including the duties and responsibilities of the Company's directors as follow:

- 1) Meeting allowance (for the directors who attend the meeting)

Position	Meeting Allowance (baht/time) 2021	Meeting Allowance (baht/time) 2022
<u>Board of Director</u>		
- Chairman	12,000	14,400
- Director	10,000	12,000
<u>Audit Committee</u>		
- Chairman of Audit Committee	12,000	12,000
- Audit Committee	10,000	10,000



2) Remuneration for the Directors (By pro rata)

Position	Monthly remuneration (baht/month) 2021	Monthly remuneration (baht/month) 2022
<u>Board of Director</u>		
- Chairman	12,500	15,000
- Director	12,500	15,000
<u>Audit Committee</u>		
- Chairman of Audit Committee	None	None
- Audit Committee	None	None

In addition, the directors is remuneration for the year 2022 (meeting allowance and remuneration) is total not exceeding 2,000,000 baht, which is equal to the 2021 directors' remuneration. The remuneration of directors for the year 2022 will be effective on May 1, 2022 onwards.

- 3) Bonus for the Board of Directors: The bonus will be paid to the Board of Directors if the Company pay out the dividend to the shareholders, at the rate of 2% but not exceeding the amount of 1,000,000. Effective on May 1, 2022 onwards.
5. Approved to propose to shareholders' meeting to consider and approve the Medical welfares and Health check up for directors, expenses for the total amount not exceeding 300,000 Baht per year, Increased more than last year amount 100,000 Baht.
6. Approved to propose to shareholders' meeting to consider and approve the appointment of Mr. Prawit Viwanthananut registration No. 4917 or Mr. Thirddthong Thepmongkorn No. 3787 or Mr. Udom ThanuratpongNo. 8501 or Ms. Chutima Wongsaraphanchai No. 9622 or Ms. Rathapat Limsakul No. 10508 of PV Audit Co., Ltd or another auditor within the firm to be the auditors of the Company for the year 2021, being authorized to signing the reviewed and auditor's report, with their total remuneration of up to Baht 1,500,000 (same rate as year 2021), not include out-of-pocket expenses.

The stated auditors have no relationships and/or conflict of interest with the Company, its subsidiaries, executives, major shareholders or their related persons.



7. Approve the date of the Company's Annual General Shareholders' Meeting for the year 2022 to take place on April 22, 2022 at 01.30 p.m., to be held at the Meeting Room of Ratchaphruek Hospital, 13th Floor, 456 Moo 14 Mittraparp Road, Muang, Khon Kaen with the following agenda:

- agenda 1 Approval of the Minutes of the Annual General Shareholders' Meeting for the year 2021 which was held on April 23, 2021
- agenda 2 Acknowledge for the Company's performance for the year 2021.
- agenda 3 Consider and approve the Financial Statement of Company and its subsidiary for the year 2021 ended December 31, 2021 and acknowledge external auditor's report.
- agenda 4 Consider and approve for the allocation of the net profit for the year 2022 as legal reserve and approve the cash dividend payment.
- agenda 5 Consider and approve the re-election of directors to replace those retirements by rotation for the year 2022.
- agenda 6 Consider and approve the appointment of an additional director and appointing a new independent director.
- agenda 7 Consider and approve the remuneration for Directors for the year 2022.
- agenda 8 Consider and approve the medical welfares and Health check up for directors.
- agenda 9 Consider and approve for the appointment of the external auditors and set the audited fee for the year 2022.
- agenda 10 Others (if any).

The record date for the right of shareholders to attend the Annual General Meeting 2022 is scheduled to be on March 11, 2022. (the date of XM will be on March 10, 2022)

The company will publicize the AGM invitation letter and its related documents on company's website (www.rph.co.th) on Investors Relation section. The invitation letter on website would contain the same information as the notice that are being sent the shareholders by post.

Also, due to the current outbreak of Coronavirus Disease 2019 (COVID-19) in which the numbers of infected people are continually increasing, the Company is deeply concerned for the safety and well-being of the shareholders and attendees as well as all stakeholders, who will be participating in the AGM. Therefore, the Company strongly requests for the shareholders' and attendees' cooperation to strictly follow the precautionary measures and guidelines for holding the Annual General Meeting of Shareholders under the circumstance of Coronavirus Disease 2019 (COVID-19)



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Ratchaphruek Hospital

The company will strictly follow an announcement of the KhonKaen Governor's Office and Khon Kaen Provincial Public Health Office and will inform shareholders of the details of the measures against COVID-19 in the AGM invitation letter. In this regard, the implementation of the precautionary measures and guidelines may cause delay and inconvenience to the shareholders and attendees. The Company hereby apologizes for any such inconvenience that may occur.

For more information, please contact Company Secretary and Investor Relations tel. 043-333555 ext.1400 or e-mail: chularat.s@rph.co.th or ir@rph.co.th

Please be informed accordingly,

Yours sincerely

(Mr. Teerawat Srinakaran)
Chief Executive Officer